Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , and ending

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: MERSON FAMILY FOUNDATION INC

Number and street (or P O box number if mail is not delivered to street address): 4 KNOLLWOOD ROAD | Room/suite

City or town, state, and ZIP code: WOODCLIFF LAKE, NJ 07675

A Employer identification number: 22-3441608

B Telephone number: 201-391-3095

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 1,469,040.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	35,642.	35,642.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<67,570.>			
	b Gross sales price for all assets on line 6a 382,307.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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	<31,928.>	35,642.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 2	925.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 3	14,047.	0.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	14,972.	0.		0.
	25 Contributions, gifts, grants paid	100,000.			100,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	114,972.	0.		100,000.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<146,900.>			
	b **Net investment income** (if negative, enter -0-)		35,642.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	178,091.	138,765.	138,765.
	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 4	1,371,196.	1,263,622.	1,330,275.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	1,549,287.	1,402,387.	1,469,040.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	1,549,287.	1,402,387.	
	30 **Total net assets or fund balances**	1,549,287.	1,402,387.	
	31 **Total liabilities and net assets/fund balances**	1,549,287.	1,402,387.	

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	1,549,287.
2	Enter amount from Part I, line 27a	2	<146,900.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,402,387.
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	1,402,387.

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				
b	SEE ATTACHED STATEMENT			
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				
b				
c				
d				
e	382,307.		449,877.	<67,570.>

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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				
b				
c				
d				
e				<67,570.>

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	<67,570.>
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))
2008	135,000.	1,633,745.	.082632
2007	185,000.	2,042,326.	.090583
2006	200,000.	2,075,812.	.096348
2005	200,000.	1,999,350.	.100033
2004	197,989.	1,959,741.	.101028

2	**Total** of line 1, column (d)	2	.470624
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	.094125
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,353,889.
5	Multiply line 4 by line 3	5	127,435.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	356.
7	Add lines 5 and 6	7	127,791.
8	Enter qualifying distributions from Part XII, line 4	8	100,000.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	713.
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	713.
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	713.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 2,549.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	2,549.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,836.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 1,836. **Refunded** ▶	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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NONE			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

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?	N/A	13	

Website address ▶ N/A

14 The books are in care of ▶ ANDREW MERSON Telephone no. ▶ 845-634-5300

Located at ▶ 4 KNOLLWOOD ROAD, WOODCLIFF LAKE, NJ ZIP+4 ▶ 07675

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

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? ☐ 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 20 of the instructions)?	N/A	1b	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ 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 2009 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 2009.)*	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 2009?		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	5b		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ANDREW MERSON 4 KNOLLWOOD RD WOODCLIFF LAKE, NJ 07675	TRUSTEE, PRES 0.00	0.	0.	0.
STEVEN MERSON 11 BLUEBERRY DRIVE WOODCLIFF LAKE, NJ 07677	TRUSTEE, SECY 0.00	0.	0.	0.
LOREN BRESLOW 883 APACHE ROAD FRANKLIN LAKES, NJ 07417	TRUSTEE 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	1,216,079.
b	Average of monthly cash balances		1b	158,428.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	1,374,507.
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	1,374,507.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	20,618.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	1,353,889.
6	**Minimum investment return.** Enter 5% of line 5		6	67,694.

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	67,694.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 713.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	713.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	66,981.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	66,981.
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	66,981.

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	100,000.
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	100,000.
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	100,000.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				66,981.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004 104,024.				
b From 2005 103,105.				
c From 2006 101,996.				
d From 2007 87,382.				
e From 2008 54,404.				
f **Total** of lines 3a through e	450,911.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 100,000.				
a Applied to 2008, 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 2009 distributable amount				66,981.
e Remaining amount distributed out of corpus	33,019.			
5 Excess distributions carryover applied to 2009 (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	483,930.			
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 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				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 2004 not applied on line 5 or line 7	104,024.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	379,906.			
10 Analysis of line 9:				
a Excess from 2005 103,105.				
b Excess from 2006 101,996.				
c Excess from 2007 87,382.				
d Excess from 2008 54,404.				
e Excess from 2009 33,019.				

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 2009, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CARNEGIE MELLON UNI-5000 FORBES AVENUE, PITTSBURGH, PA 15213-EIN25-0969449 -		501(C)3	UNIVERSITY CENTER - STUDENT UNION	100,000.
Total			▶ 3a	100,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					35,642.
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					<67,570.>
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.		0.	<31,928.>
13 **Total** Add line 12, columns (b), (d), and (e)				13	<31,928.>

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

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
4	THIS INCOME IS FROM DIVIDENDS & MMKT FD HELD IN CORPUS UNTIL DONATED
8	THIS GAIN IS GENERATED FROM THE SALE OF STOCK WHICH THE PROCEEDS
8	ARE DONATED

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Signature of officer or trustee — Date 10/7/10 — Title Trustee

Paid Preparer's Use Only

Preparer's signature	Date 10/5/10	Check if self-employed ▶ ☒	Preparer's identifying number P00053185
Firm's name (or yours if self-employed), address, and ZIP code ▶ KAHN, HOFFMAN & HOCHMAN, LLP 10 ESQUIRE RD. NEW CITY, NY 10956		EIN ▶	Phone no. (845)634-5300

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02-02-10

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	MORGAN STANLEY SMITH BARNEY 17115-SEE ATTACHED	P	VARIOUS	VARIOUS
b	MORGAN STANLEY SMITH BARNEY 17115-SEE ATTACHED	P	VARIOUS	VARIOUS
c	MORGAN STANLEY SMITH BARNEY 17114-SEE ATTACHED	P	VARIOUS	VARIOUS
d	MORGAN STANLEY SMITH BARNEY 17114-SEE ATTACHED	P	VARIOUS	VARIOUS
e	MORGAN STANLEY SMITH BARNEY 17113-SEE ATTACHED	P	VARIOUS	VARIOUS
f	MORGAN STANLEY SMITH BARNEY 17113-SEE ATTACHED	P	VARIOUS	VARIOUS
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	38,345.		41,985.	<3,640.>
b	96,855.		129,508.	<32,653.>
c	20,846.		19,743.	1,103.
d	174,592.		201,856.	<27,264.>
e	6,727.		4,790.	1,937.
f	44,942.		51,995.	<7,053.>
g				
h				
i				
j				
k				
l				
m				
n				
o				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				<3,640.>
b				<32,653.>
c				1,103.
d				<27,264.>
e				1,937.
f				<7,053.>
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	<67,570.>
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

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CITIGROUP SMITH BARNEY	19,927.	0.	19,927.
CITIGROUP SMITH BARNEY	9,640.	0.	9,640.
CITIGROUP SMITH BARNEY	6,075.	0.	6,075.
TOTAL TO FM 990-PF, PART I, LN 4	35,642.	0.	35,642.

FORM 990-PF TAXES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	925.	0.		0.
TO FORM 990-PF, PG 1, LN 18	925.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES	14,047.	0.		0.
TO FORM 990-PF, PG 1, LN 23	14,047.	0.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 4

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SMITH BARNEY INVESTMENTS	1,263,622.	1,330,275.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,263,622.	1,330,275.

MERSON FAMILY FOUNDATION
Account Number 274-17115-15 480

Details of Earnings 2009 - *continued*

Dividends and Distributions, Section 2

Reference number	Description	Nondividend distributions	Foreign tax paid	Cash liquidation distributions	Non cash liquidation distributions	Investment expense	NRA Withholding
160005300	*** WACOAL CORP ADR THIS AMOUNT INCLUDES TAXES PAID TO A FOREIGN GOVERNMENT		$ 6.36				
160005400	*** WOLTERS KLUWER N V SP ADR THIS AMOUNT INCLUDES TAXES PAID TO A FOREIGN GOVERNMENT A PORTION OF THIS INCOME HAS BEEN RECLASSIFIED		11 51				
Totals		**$ 345.25**	**$ 916.72**				

Details of Short Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000010	10	ANGLOGOLD ASHANTI LTD ADR	03/05/08	02/17/09	$ 314.18	$ 365.08	($ 50.90)	
125000030	25	ANGLOGOLD ASHANTI LTD ADR	03/19/08	03/13/09	853 82	836 07		17 75
125000100	68	ERICSSON L M TEL CO CL B ADR NEW -USD-	03/19/08	02/02/09	528 73	592 89	(64.16)	
125000110	262	ERICSSON L M TEL CO CL B ADR NEW -USD-	03/19/08	02/03/09	2,033 41	2,284.38	(250.97)	
125000130	122	GEMALTO NV-EUR	03/12/09	04/22/09	1,890.14	1,421.75		468.39
125000180	40	HACHIJUNI BANK LTD-JPY ADR	06/24/08	03/24/09	2,349.97	2,533 80	(183 83)	
125000270	26	LIHIR GOLD LTD SPONS ADR -USD-	07/29/08	05/20/09	596 68	720 97	(124.29)	
125000280	76	LIHIR GOLD LTD SPONS ADR -USD-	07/29/08	05/29/09	1,974.76	2,107 44	(132.68)	

MERSON FAMILY FOUNDATION
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Details of Short Term Gain (Loss) 2009 *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000290	19	LONMIN PUB LTD CO SPON ADR NEW	08/04/08	03/11/09	$ 335.52	$ 849 75	($ 514.23)	
125000300	17	LONMIN PUB LTD CO SPON ADR	08/04/08	04/03/09	378.40	760 30	(381.90)	
	65	NEW	09/23/08		1,446 84	3,079.95	(1,633.11)	
125000390	109	NOKIA CORP SPONSORED ADR	02/02/09	04/23/09	1,625.36	1,317 20		308.16
125000400	56	NOVARTIS AG ADR MorganStanley SmithBarney LLC acted as your agent in this transaction.	02/13/09	12/02/09	3,150.26	2,402.35		747 91
125000410	27	PETRO-CANADA-CAD	02/12/08	02/02/09	582 65	1,195 45	(612 80)	
	49		02/13/08		1,057.39	2,199.89	(1,142 50)	
125000420	13	PROMISE CO LTD-UNSPON ADR	08/28/08	05/11/09	89.07	147.23	(58 16)	
125000430	268	PROMISE CO LTD-UNSPON ADR Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	08/28/08	08/17/09	1,266.77	3,035.24	(1,768.47)	
125000440	26	ROHM CO LTD-JPY Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	01/16/09	07/01/09	926.14	646 24		279.90
125000490	88	SILVER STANDARD RESOURCES INC -CAD	06/12/08	03/19/09	1,385.04	2,453 11	(1,068 07)	
125000500	21	SILVER STANDARD RESOURCES INC -CAD	06/12/08	03/20/09	322.02	585.40	(263.38)	
125000510	121	SOCIETE GENERALE SPON ADR MorganStanley SmithBarney LLC acted as your agent in this transaction.	10/20/08	10/02/09	1,858.89	1,369.96		488.93
125000520	267	SOCIETE GENERALE SPON ADR SALE OF RTS ON 267 0000 SHS	10/07/09	10/07/09	212.12	01		212.11
125000530	143	STORA ENSO OYJ ADR Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	08/05/08	07/31/09	910 38	1,310.47	(400.09)	

MERSON FAMILY FOUNDATION
Account Number 274-17115-15 480

Details of Short Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000560	16	SUNCOR ENERGY INC NEW Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	01/28/09	08/20/09	$ 509 18	$ 328.17		$ 181 01
125000570	62	SUNCOR ENERGY INC NEW MorganStanley SmithBarney LLC acted as your agent in this transaction.	01/28/09	10/01/09	2,087.70	1,271.66		816.04
125000590	5	SUNCOR ENERGY INC Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	07/23/08	07/15/09	146.49	269 14	(122.65)	
125000600	20	TDK CORP AMER DEPOSIT SHS	07/03/08	01/16/09	751 93	1,221 89	(469 96)	
125000620	27	TDK CORP AMER DEPOSIT SHS Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	10/23/08	08/20/09	1,510 37	890 88		619 49
125000630	.325	TNT N V SPONSORED ADR-USD CASH IN LIEU OF .32500 RECORD 04/13/09 PAY 04/28/09	04/01/09	04/28/09	5.98	5.34		.64
125000640	95	TNT N V SPONSORED ADR-USD MorganStanley SmithBarney LLC acted as your agent in this transaction	04/01/09	10/12/09	2,632 88	1,560.76		1,072 12
125000650	15	TECHNIP ADR	09/08/08	02/09/09	552.34	1,069 69	(517.35)	
125000660	16	TECHNIP ADR	09/08/08	05/07/09	719 95	1,141.01	(421 06)	
125000670	14	TECHNIP ADR	09/08/08	07/24/09	834 88	998.38	(163.50)	
	42	Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	11/20/08		2,504.65	1,013 51		1,491.14
Total					**$ 38,344.89**	**$ 41,985.36**	**($ 10,344.06)**	**$ 6,703 59**

Net: 3,640.47

2009 YEAR END SUMMARY

MERSON FAMILY FOUNDATION
Account Number 274-17115-15 480

Details of Long Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000010	31	ANGLOGOLD ASHANTI LTD ADR	02/13/08	02/17/09	$ 973.95	$ 1,073.89	($ 99 94)	
125000020	46	ANGLOGOLD ASHANTI LTD ADR	03/05/08	03/11/09	1,457.64	1,679.38	(221.74)	
125000030	20	ANGLOGOLD ASHANTI LTD ADR	03/05/08	03/13/09	683.05	730.17	(47.12)	
125000040	25	BP PLC SPONS ADR MorganStanley SmithBarney LLC acted as your agent in this transaction.	02/23/07	10/27/09	1,451.71	1,573 96	(122.25)	
125000050	33	BARRICK GOLD CORP CAD	01/10/07	10/20/09	1,250 52	955.39		295.13
	1	MorganStanley SmithBarney LLC acted as your agent in this transaction.	03/20/08		37 89	43 06	(5 17)	
125000060	38	BARRICK GOLD CORP CAD	03/20/08	11/18/09	1,665.84	1,636 21		29.63
	25	MorganStanley SmithBarney LLC acted as your agent in this transaction	04/30/08		1,095.94	956 98		138.96
125000070	78	CENTRAIS ELETRICAS	03/13/07	04/24/09	994.14	818.06		176 08
	29	BRASILEIRAS SPON ADR	06/12/07		369.61	382.02	(12.41)	
125000080	4	DAIWA HOUSE INDUSTRIES ADR	01/07/08	04/09/09	342 46	511 97	(169.51)	
	4	-USD-	01/08/08		342 46	511 19	(168.73)	
	5		02/13/08		428.06	524.77	(96 71)	
125000090	9	DAIWA HOUSE INDUSTRIES ADR -USD- Morgan Stanley Smi th Barney LLC acted as yo	02/13/08	06/17/09	913 53	944 58	(31.05)	
125000100	36	ERICSSON L M TEL CO CL B	11/20/07	02/02/09	279 92	456 11	(176.19)	
	290	ADR NEW -USD-	11/21/07		2,254.88	3,445 91	(1,191.03)	
125000120	43	FUJIFILM HLDGS CORP-JPY Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	02/27/06	07/21/09	1,302.74	1,405.77	(103 03) C	

2009 YEAR END SUMMARY

MERSON FAMILY FOUNDATION
Account Number 274-17115-15 480

Details of Long Term Gain (Loss) 2009 *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000140	156	GOLD FIELDS LTD SPONS ADR	05/23/07	01/30/09	$ 1,673 02	$ 2,741 33	($ 1,068.31)	
	41		11/12/07		439.71	738.93	(299.22)	
125000150	55	GOLD FIELDS LTD SPONS ADR	11/12/07	03/06/09	611 16	991 24	(380 08)	
	14		02/01/08		155.57	197 05	(41.48)	
125000160	150	GOLD FIELDS LTD SPONS ADR	02/01/08	03/12/09	1,839.58	2,111.25	(271.67)	
125000170	72	GOLD FIELDS LTD SPONS ADR	02/01/08	03/18/09	883 48	1,013 40	(129 92)	
125000190	43	IMPALA PLATINUM HOLDINGS LTD SPONSORED ADR Morgan Stanley Smi th Barney LLC acted as yo	09/02/08	09/11/09	1,060 93	1,091 35	(30 42)	
125000200	137	IVANHOE MINES LIMITED-CAD	05/30/06	04/01/09	931 32	948 51	(17 19) C	
125000210	115	IVANHOE MINES LIMITED-CAD Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	05/30/06	09/17/09	1,421 37	796.19		625 18 C
125000220	274	KT CORP SPONSORED ADR	02/27/06	03/12/09	3,563.02	5,698.79	(2,135 77) C	
125000230	21	KT CORP SPONSORED ADR	02/27/06	04/14/09	306.58	436.77	(130 19) C	
	8		04/11/06		116 79	175.45	(58 66) C	
	142		09/28/06		2,073.07	3,055 49	(982.42) C	
125000240	156	KT CORP SPONSORED ADR	09/28/06	05/21/09	2,236.33	3,356.73	(1,120.40) C	
	52		04/30/07		745.44	1,183 03	(437.59)	
125000250	65	KT CORP SPONSORED ADR	04/30/07	12/02/09	1,078 61	1,478 78	(400.17)	
	82	MorganStanley SmithBarney LLC	10/16/07		1,360.70	1,968.18	(607.48)	
	34	acted as your agent	01/23/08		564 19	817 70	(253 51)	
	69	in this transaction	05/16/08		1,144.99	1,576 21	(431.22)	
125000260	71	LIHIR GOLD LTD SPONS ADR -USD-	03/01/06	03/05/09	1,394.00	1,132 32		261.68 C
125000270	8	LIHIR GOLD LTD	03/01/06	05/20/09	183.60	127 59		56 01 C
	31	SPONS ADR -USD-	04/29/08		711 44	869.77	(158.33)	
125000290	54	LONMIN PUB LTD CO SPON ADR	03/01/06	03/11/09	953.57	2,262 40	(1,308.83) C	
	14	NEW	09/26/07		247 22	924 48	(677 26)	
125000310	42	MAGNA INTERNATIONAL CL A	04/23/08	11/06/09	2,115.78	3,022.50	(906.72)	
	46	MorganStanley SmithBarney LLC acted as your agent in this transaction.	06/05/08		2,317.28	3,197.90	(880 62)	
125000320	30	NEWCREST MINING LTD SPON ADR	07/18/06	02/09/09	642.73	430 25		212 48 C

MERSON FAMILY FOUNDATION
Account Number 274-17115-15 480

Details of Long Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000330	15	NEWMONT MINING CORP	06/14/07	02/06/09	$ 616 31	$ 599.76		$ 16 55
	37		06/15/07		1,520.22	1,490.18		30 04
125000340	10	NEWMONT MINING CORP	06/15/07	02/27/09	420 83	402.75		18 08
	21		06/18/07		883.75	846.21		37 54
125000350	6	NEWMONT MINING CORP	06/18/07	07/07/09	237 67	241.77	(4 10)	
	15	Morgan Stanley Smi	06/25/07		594.19	587 04		7 15
		th Barney LLC acted as yo						
		ur agent in this transa						
125000360	14	NEWMONT MINING CORP	06/25/07	07/13/09	522 86	547 91	(25 05)	
	58	Morgan Stanley Smi	06/26/07		2,166.13	2,242 72	(76.59)	
	19	th Barney LLC acted as yo	08/16/07		709.60	740.70	(31.10)	
		ur agent in this transa						
125000370	97	NEWMONT MINING CORP	08/16/07	10/29/09	4,132.79	3,781.46		351.33
		MorganStanley SmithBarney LLC						
		acted as your agent						
		in this transaction.						
125000380	11	NEXEN INC	09/24/07	06/02/09	280.20	332.80	(52.60)	
	72	Morgan Stanley Smi	10/02/07		1,834 07	2,191.35	(357.28)	
		th Barney LLC acted as yo						
		ur agent in this transa						
125000410	28	PETRO-CANADA-CAD	12/05/07	02/02/09	604.23	1,361.05	(756 82)	
	62		01/18/08		1,337.93	2,994.78	(1,656 85)	
125000420	195	PROMISE CO LTD-UNSPON ADR	11/22/06	05/11/09	1,336.09	3,112 57	(1,776.48)	
125000450	54	SANOFI-AVENTIS	10/03/07	10/28/09	2,076.49	2,295.04	(218.55)	
	12	SPONS ADR	04/08/08		461.44	461.04		.40
		MorganStanley SmithBarney LLC						
		acted as your agent						
125000460	120	SEKISUI HOUSE UNSPONS ADR	09/13/07	04/09/09	1,000.88	1,409 23	(408.35)	
125000470	29	SEKISUI HOUSE UNSPONS ADR	09/13/07	05/12/09	270 86	340 56	(69.70)	
	63		10/09/07		588.41	762.59	(174 18)	
125000480	15	SIEMENS A G SPONS ADR	09/29/08	10/29/09	1,435.23	1,399.36		35 87
		MorganStanley SmithBarney LLC						
		acted as your agent						
		in this transaction.						
125000530	276	STORA ENSO OYJ ADR	03/02/06	07/31/09	1,757.11	3,897.54	(2,140 43) C	
	192	Morgan Stanley Smi	04/17/08		1,222.34	2,251.11	(1,028.77)	
		th Barney LLC acted as yo						
		ur agent in this transa						

MERSON FAMILY FOUNDATION
Account Number 274-17115-15 480

Details of Long Term Gain (Loss) 2009 *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000540	312	STORA ENSO OYJ ADR Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	08/05/08	08/19/09	$ 2,057 58	$ 2,859.19	($ 801 61)	
125000550	300	STORA ENSO OYJ ADR Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	08/05/08	09/11/09	2,236.92	2,749.23	(512.31)	
125000560	48	SUNCOR ENERGY INC NEW Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	07/23/08	08/20/09	1,527.55	2,583.71	(1,056.16)	
125000580	65	SUNCOR ENERGY INC	02/27/06	03/12/09	1,570.33	2,472 92	(902.59) C	
125000590	25 22	SUNCOR ENERGY INC Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	02/27/06 01/17/08	07/15/09	732 41 644.52	951.13 1,002.61	(218.72) C (358.09)	
125000610	28 32	TDK CORP AMER DEPOSIT SHS Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	07/03/08 07/29/08	08/03/09	1,480.73 1,692.26	1,710.65 1,952 86	(229.92) (260 60)	
125000620	14	TDK CORP AMER DEPOSIT SHS Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	07/29/08	08/20/09	783.16	854.38	(71 22)	
125000650	49 17	TECHNIP ADR	08/08/06 01/30/08	02/09/09	1,804 32 625 99	2,647 92 1,109.06	(843 60) C (483.07)	
125000680	220	TOPPAN PRTG LTD ADR MorganStanley SmithBarney LLC acted as your agent in this transaction.	03/01/06	12/07/09	9,073.55	14,332 17	(5,258 62) C	
Total					**$ 96,854 77**	**$ 129,508 36**	**($ 34,945.70)**	**$ 2,292.11**

C *Based on information supplied by Client or other financial institution, not verified by us.*

Net Loss:
(32,653.59)

2009 YEAR END SUMMARY

MorganStanley SmithBarney

Reserved
Client Statement
2009 Year End Summary

MERSON FAMILY FOUNDATION
Account Number 274-17114-16 480

Details of Short Term Gain (Loss) 2009

This section shows your sales of securities during the year The "Sale Proceeds" column excludes any accrued income you may have received In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000030	50	WEATHERFORD INTERNATIONAL	05/20/08	05/01/09	$ 848 18	$ 2,272 50	($ 1,424.32)	
	210	LTD -CHF	10/21/08		3,562.35	3,589 57	(27.22)	
125000070	120	ALLSTATE CORP MorganStanley SmithBarney LLC acted as your agent in this transaction	03/30/09	11/27/09	3,402 17	2,285 47		1,116.70
125000170	435	CHIMERA INVESTMENT CORP MorganStanley SmithBarney LLC acted as your agent in this transaction.	05/28/09	11/27/09	1,696.54	1,442.20		254 34
125000180	25	CHUBB CORP MorganStanley SmithBarney LLC acted as your agent in this transaction	06/10/09	11/27/09	1,240.23	1,030 63		209 60
125000200	30	CLOROX COMPANY DE MorganStanley SmithBarney LLC acted as your agent in this transaction.	11/09/09	11/27/09	1,804.15	1,823 97	(19 82)	
125000310	40	H J HEINZ CO MorganStanley SmithBarney LLC acted as your agent in this transaction	11/17/09	11/27/09	1,693 05	1,693.38	(.33)	
125000330	60	HUTCHISON TELECOMMUNICATIO INTL LTD-SPON ADR MorganStanley SmithBarney LLC acted as your agent	12/10/08	11/23/09	184.16	261.19	(77.03)	
125000340	630	HUTCHISON TELECOMMUNICATIONS H-HKD MorganStanley SmithBarney LLC acted as your agent	05/14/09	11/27/09	1,530 86	1,024 54		506 32
125000370	230	MFA FINANCIAL INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	08/31/09	11/27/09	1,699.67	1,795 68	(96 01)	

MERSON FAMILY FOUNDATION
Account Number 274-17114-16 480

Details of Short Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000510	115	ROWAN COMPANIES INC Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	10/16/08	08/21/09	$ 2,545.86	$ 1,867 74		$ 678 12
125000540	25	SUNOCO INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	08/04/09	11/27/09	635.40	645.53	(10.13)	
125000550	1131	TIME WARNER CABLE INC REVSPLT 03/12/09 88732J108000	05/21/08	03/12/09	2 88	10 56	(7.68)	
Total					$ 20,845.50	$ 19,742.96	($ 1,662.54)	$ 2,765.08

Net= 1,102 54

Details of Long Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000010	70	COVIDIEN PLC DUBLIN-USD MorganStanley SmithBarney LLC acted as your agent in this transaction	10/10/07	11/27/09	$ 3,283.48	$ 2,904.92		$ 378.56
125000020	55	ENDURANCE SPECIALTY HOLDINGS L-USD MorganStanley SmithBarney LLC acted as your agent	05/03/04	11/27/09	2,055 39	1,850.75		204 64 C
125000030	259	WEATHERFORD INTERNATIONAL LTD.-CHF	06/20/07	05/01/09	4,393.56	7,362 94	(2,969.38)	
125000040	75	MILLICOM INTL CELLULAR SA NEW Morgan Stanley Smi th Barney LLC acted as yo	Unavailable 05/03/2004	07/15/09	4,342.97	1,984.88		2,358.10

2009 YEAR END SUMMARY

Continue to the next page...

NOTE: Per Shelley Titus @ Smith Barney, Millicom was purchased on 05/03/2004, and after Morgan Stanley was acquired by Smith Barney, the cost basis info was not transferred, therefore the statements have not been reflecting accurate gains/losses on Millicom stock. No additional Millicom shares have been purchased since 2004. (shelley.titus@mssb.com)

MERSON FAMILY FOUNDATION
Account Number 274-17114-16 480

Details of Long Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000050	45	MILLICOM INTL CELLULAR SA NEW MorganStanley SmithBarney LLC acted as your agent	Unavailable 05/03/2004	11/27/09	$ 3,384 29	1,190.93		2,193.37
125000060	145	AFFILIATED COMPUTER SVCS CL A MorganStanley SmithBarney LLC acted as your agent in this transaction	07/06/04	11/27/09	8,003 44	7,644.53		358 91 C
125000080	6	AMEREN CORP	09/21/06	02/18/09	156 15	317 12	(160.97) C	
125000090	12	ANADARKO PETROLEUM CORP MorganStanley SmithBarney LLC acted as your agent in this transaction.	09/25/07	10/16/09	802.01	636 66		165.35
125000100	65	ANADARKO PETROLEUM CORP MorganStanley SmithBarney LLC acted as your agent in this transaction	09/25/07	11/27/09	3,931 78	3,448 57		483.21
125000110	200	ANNALY CAPITAL MANAGEMENT INC MorganStanley SmithBarney LLC acted as your agent in this transaction	04/09/07	11/27/09	3,593 08	3,099.96		493 12
125000120	60	AON CORP	05/03/04	02/06/09	2,438.69	1,568.40		870.29 C
125000130	71	AON CORP	05/03/04	02/18/09	2,780 62	1,855.94		924.68 C
125000140	319 46	BRANDYWINE REALTY TR SBI-NEW MorganStanley SmithBarney LLC acted as your agent in this transaction	05/03/04 10/26/05	11/27/09	3,066 30 442.16	7,884.82 1,262.75	(4,818 52) C (820 59) C	
125000150	145	BROADRIDGE FINANCIAL SOLUTIONS INC MorganStanley SmithBarney LLC acted as your agent	11/12/07	11/27/09	3,211.62	3,050.67		160 95
125000160	305	CABLEVISION SYSTEMS CORP CABLEVISION NY GROUP CL A MorganStanley SmithBarney LLC acted as your agent	06/02/05	11/27/09	7,603 30	7,880 07	(276.77) C	

MERSON FAMILY FOUNDATION
Account Number 274-17114-16 480

Details of Long-Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000190	140	CINTAS CORP MorganStanley SmithBarney LLC acted as your agent in this transaction	06/01/07	11/27/09	$ 3,957 83	$ 5,352 23	($ 1,394 40)	
125000210	242 100	COLONIAL PPTYS TRUST SBI MorganStanley SmithBarney LLC acted as your agent in this transaction	06/27/06 12/11/07	11/27/09	2,531.56 1,046 10	10,457.51 2,517 13	(7,925.95) C (1,471 03)	
125000220	165	CONSOLIDATED EDISON INC MorganStanley SmithBarney LLC acted as your agent in this transaction	05/22/08	11/06/09	6,859 79	6,867 35	(7 56)	
125000230	40	CONSOLIDATED EDISON INC MorganStanley SmithBarney LLC acted as your agent in this transaction	05/22/08	11/27/09	1,693 95	1,664 81		29 14
125000240	235	DREAMWORKS ANIMATION INC CL A MorganStanley SmithBarney LLC acted as your agent in this transaction	02/03/06	11/27/09	7,664.82	6,403 42		1,261 40 C
125000250	5	GENUINE PARTS CO MorganStanley SmithBarney LLC acted as your agent in this transaction.	05/03/04	11/27/09	178 88	178 55		33 C
125000260	40	GENZYME CORP MorganStanley SmithBarney LLC acted as your agent in this transaction.	04/30/07	11/27/09	2,046.34	2,611.22	(564.88)	
125000270	48 12	GREAT PLAINS ENERGY INC MorganStanley SmithBarney LLC acted as your agent in this transaction	09/13/06 09/14/06	11/27/09	855.78 213 94	1,481.64 371 87	(625.86) C (157.93) C	
125000280	150	HCP INC (NEW) MorganStanley SmithBarney LLC acted as your agent	05/03/04	11/27/09	4,458.39	3,586 50		871.89 C

MERSON FAMILY FOUNDATION

Account Number 274-17114-16 480

Details of Long Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000290	215	HASBRO INC MorganStanley SmithBarney LLC acted as your agent in this transaction	08/02/06	11/27/09	$ 6,298.36	$ 4,008.18		$ 2,290 18 C
125000300	65	HEALTH CARE REIT INC MorganStanley SmithBarney LLC acted as your agent in this transaction	05/03/04	11/27/09	2,795.90	1,989 93		805.97 C
125000320	405 157	HUTCHISON TELECOMMUNICATIO INTL LTD-SPON ADR MorganStanley SmithBarney LLC acted as your agent	10/29/07 11/26/07	11/20/09	1,223 06 474 13	8,764 85 3,469 15	(7,541 79) (2,995 02)	
125000330	8	HUTCHISON TELECOMMUNICATIO INTL LTD-SPON ADR MorganStanley SmithBarney LLC acted as your agent	11/26/07	11/23/09	24 55	176 77	(152 22)	
125000350	150 10	INTEGRYS ENERGY GROUP INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	01/08/07 01/31/07	11/27/09	5,711 98 380.80	8,094.32 531 37	(2,382.34) (150.57)	
125000360	300	IVANHOE MINES LIMITED-CAD MorganStanley SmithBarney LLC acted as your agent in this transaction	12/06/06	11/27/09	3,549.65	3,225 00		324.65
125000380	70	MATTEL INC DE MorganStanley SmithBarney LLC acted as your agent in this transaction.	09/13/07	11/27/09	1,366 12	1,581 76	(215 64)	
125000390	130	MCDERMOTT INTERNATIONAL INC MorganStanley SmithBarney LLC acted as your agent in this transaction	02/05/08	11/27/09	2,739 45	5,977.07	(3,237.62)	
125000400	95	NISOURCE INC MorganStanley SmithBarney LLC acted as your agent in this transaction	05/03/04	11/27/09	1,346.85	1,908 55	(561 70) C	
125000410	44	NOBLE ENERGY INC	05/03/04	02/19/09	2,167 18	1,020.36		1,146 82 C

MERSON FAMILY FOUNDATION
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Details of Long Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000420	20	NOBLE ENERGY INC MorganStanley SmithBarney LLC acted as your agent in this transaction	05/03/04	11/27/09	$ 1,291 25	$ 463 80		$ 827 45 C
125000430	122	OLD REPUBLIC INTERNATIONAL CORP	05/03/04	01/02/09	1,452.53	2,255 58	(803 05) C	
125000440	156	PENTAIR INC Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	11/14/06	07/10/09	3,736 77	5,079 59	(1,342 82)	
125000450	91	PENTAIR INC	11/14/06	11/03/09	2,707 94	2,963.10	(255 16)	
	150	MorganStanley SmithBarney LLC acted as your agent in this transaction.	05/01/07		4,463.64	4,798 38	(334.74)	
125000460	92	PIONEER NATURAL RESOURCES CO	05/03/04	04/01/09	1,529.08	3,023 12	(1,494 04) C	
	103		04/20/06		1,711.90	4,591.43	(2,879.53) C	
125000470	20	PROGRESS ENERGY INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	08/19/04	11/27/09	775.78	862.22	(86.44) C	
125000480	10	RANGE RESOURCES CORP MorganStanley SmithBarney LLC acted as your agent in this transaction.	05/21/08	11/27/09	473.04	751 69	(278.65)	
125000490	45	ROCKWELL COLLINS INC MorganStanley SmithBarney LLC acted as your agent in this transaction	07/14/08	11/27/09	2,404.73	2,123 09		281.64
125000500	240	ROWAN COMPANIES INC Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	05/03/04	07/24/09	5,080 59	5,457 60	(377 01) C	
125000510	44	ROWAN COMPANIES INC	05/03/04	08/21/09	974.06	1,000.56	(26.50) C	
	136	Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	05/03/05		3,010 74	3,671 40	(660 66) C	

Corrected Copy as of 03/16/10
Ref 00011954 00174805

MorganStanley SmithBarney

Reserved
Client Statement
2009 Year End Summary

MERSON FAMILY FOUNDATION
Account Number 274-17114-16 480

Details of Long Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000520	13	SPDR GOLD TR GOLD SHS	11/29/04	11/27/09	$ 1,480 89	$ 584 22		$ 896.67 C
	37	MorganStanley SmithBarney LLC	01/04/06		4,214 84	1,958.19		2,256 65 C
		acted as your agent in this transaction.						
125000530	32	SCHEIN (HENRY) INC	05/03/04	06/17/09	1,426.31	1,142.56		283.75 C
	64	Morgan Stanley Smi	05/27/04		2,852.62	2,150.40		702.22 C
	104	th Barney LLC acted as yo	02/08/05		4,635.50	3,634.80		1,000.70 C
		ur agent in this transa						
125000550	.3898	TIME WARNER CABLE INC	02/16/07	03/12/09	9 94	48 63	(38.69)	
	1635	REVSPLT 03/12/09 88732J108000	06/20/07		4.17	19 47	(15 30)	
125000560	152	UDR INC MorganStanley SmithBarney LLC acted as your agent in this transaction	12/30/05	11/04/09	2,216.91	3,565 47	(1,348 56) C	
125000570	90	UDR INC MorganStanley SmithBarney LLC acted as your agent in this transaction	12/30/05	11/27/09	1,298 53	2,111 13	(812 60) C	
125000580	15	ULTRA PETROLEUM CORP-CAD MorganStanley SmithBarney LLC acted as your agent in this transaction	02/01/06	11/27/09	706.09	1,020 82	(314.73) C	
125000590	262	UNITED STATES CELLULAR CORP MorganStanley SmithBarney LLC acted as your agent in this transaction.	05/03/04	11/27/09	9,833.52	9,029 39		804 13 C
125000600	160	XCEL ENERGY INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	09/17/07	11/27/09	3,226.63	3,365 78	(139 15)	
Total					**$ 174,592 25**	**~~$ 136,000 00~~** 201855.87	**($ 49,638 37)**	**$ 17,823.30**

C *Based on information supplied by Client or other financial institution, not verified by us.*

4100.01

Net.	(31,815 07)
+Gain on Sale of Millicom:	4,551.46
LT Gain:	(27,263 61)

2009 YEAR END SUMMARY

MERSON FAMILY FOUNDATION
Account Number 274-17113-17 480

Details of Earnings 2009 - *continued*

Dividends and Distributions, Section 2

Amounts displayed for dividends include dividend reinvestments, money fund earnings, accrued dividends received and dividends exempt from Federal income tax.

Reference number	Description	Nondividend distributions	Foreign tax paid	Cash liquidation distributions	Non cash liquidation distributions	Investment expense	NRA Withholding
160001000	*** CANADIAN NATURAL RES LTD THIS AMOUNT INCLUDES TAXES PAID TO A FOREIGN GOVERNMENT		$ 8.12				
Totals			$ 8 12				

Details of Short Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000030	150	CISCO SYS INC Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	10/22/08	08/13/09	$ 3,241.83	$ 2,627 34		$ 614.49
125000090	10	GRUPO TELEVISA SA DE CV SPON ADR MorganStanley SmithBarney LLC acted as your agent	11/21/08	10/28/09	205 08	135 66		69 42
125000110	3607	MERCK & CO INC NEW	11/11/08	11/03/09	11.81	5 39		6 42
	0957	MERGER 11/03/09 806605101000	03/02/09		3 13	1 62		1 51
	2564		03/18/09		8 40	6.83		1.57
	0642		08/25/09		2 11	2 10		01
125000150	245	SCHERING PLOUGH CORP	11/11/08	11/03/09	2,572.50	1,547 74		1,024 76
	65		03/02/09		682.50	463 49		219.01
Total					**$ 6,727.36**	**$ 4,790.17**		**$ 1,937.19**

2009 YEAR END SUMMARY

MERSON FAMILY FOUNDATION

Account Number 274-17113-17 480

Details of Long-Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000010	83	TYCO ELECTRONICS LTD	11/14/06	03/23/09	$ 897.26	$ 2,862.87	($ 1,965.61)	
125000020	90	H & R BLOCK INC	08/08/03	04/01/09	1,599 58	1,907.96	(308 38) C	
125000040	120	CITIGROUP INC	06/17/02	03/11/09	176 39	4,668 39	(4,492 00) C	
	45		10/10/02		66 15	1,203 75	(1,137 60) C	
125000050	205	COMCAST CORP CL A - SPL	02/19/04	05/19/09	2,924 02	4,049 95	(1,125 93) C	
125000060	140	CONOCOPHILLIPS	06/17/02	08/13/09	6,186 68	3,977 01		2,209.67 C
	50	Morgan Stanley Smi	10/10/02		2,209 53	1,131.57		1,077 96 C
	80	th Barney LLC acted as yo	09/14/06		3,535.24	4,741.45	(1,206.21) C	
		ur agent in this transa						
125000070	25	COSTCO WHOLESALE CORP NEW	06/17/02	08/25/09	1,240 41	1,003 44		236 97 C
		Morgan Stanley Smi						
		th Barney LLC acted as yo						
		ur agent in this transa						
125000080	10	DUN & BRADSTREET CORP NEW	06/17/02	08/25/09	743 30	340 70		402 60 C
		Morgan Stanley Smi						
		th Barney LLC acted as yo						
		ur agent in this transa						
125000090	120	GRUPO TELEVISA SA DE CV	02/06/08	10/26/09	2,460 99	2,567 63	(106.64)	
		SPON ADR						
		MorganStanley SmithBarney LLC						
		acted as your agent						
125000100	145	JPMORGAN CHASE & CO	06/17/02	01/22/09	3,371 48	4,310 28	(938.80) C	
	59		09/30/02		1,371 85	1,629 14	(257 29) C	
	31		01/02/03		720 80	872 69	(151 89) C	
125000120	45	MICROSOFT CORP	07/30/02	06/18/09	1,057 59	1,080 02	(22 43) C	
		Morgan Stanley Smi						
		th Barney LLC acted as yo						
		ur agent in this transa						
125000130	50	MICROSOFT CORP	07/30/02	08/25/09	1,228 47	1,200 03		28 44 C
	45	Morgan Stanley Smi	08/03/05		1,105.63	1,227.09	(121 46) C	
		th Barney LLC acted as yo						
		ur agent in this transa						
125000140	215	PHILIP MORRIS INTL INC	08/25/93	03/02/09	7,108.57	4,569 83		2,538 74 C

MERSON FAMILY FOUNDATION

Account Number 274-17113-17 480

Details of Long Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000160	130	UNITEDHEALTH GROUP INC MorganStanley SmithBarney LLC acted as your agent in this transaction	11/14/06	12/16/09	$ 4,175 23	$ 6,112 32	($ 1,937 09)	
125000170	100	WELLS FARGO & CO NEW Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	06/17/02	08/25/09	2,762 85	2,538 50		224.35 C
Total					$ 44,942.02	$ 51,994.62	($ 13,771.33)	$ 6,718.73

C *Based on information supplied by Client or other financial institution, not verified by us*

Net: (7,052.60)

Details of Deposits and Withdrawals 2009

This section reflects any deposits or withdrawals made to your account during the year.

Withdrawals

Reference number	Date	Description	Referral number		Amount
220000100	01/16/09	CONSULTING & ADVISORY SERVICES FROM 01/01/09 TO 03/31/09		B	$ 862 44
220000300	06/08/09	GRUPO TELEVISA SA DE CV SPON ADR ADR FEE OF 01000 PER SHR RECORD 05/28/09 PAY 06/08/09			3.00
220000500	10/16/09	CONSULTING & ADVISORY SERVICES FROM 10/01/09 TO 12/31/09		B	1,048 00
Total					$ 3,585 79

Reference number	Date	Description	Referral number		Amount
220000200	04/17/09	CONSULTING & ADVISORY SERVICES FROM 04/01/09 TO 06/30/09		B	$ 759.91
220000400	07/17/09	CONSULTING & ADVISORY SERVICES FROM 07/01/09 TO 09/30/09		B	910.74
220000600	12/28/09	GRUPO TELEVISA SA DE CV SPON ADR ADR FEE OF 01000 PER SHR RECORD 12/21/09 PAY 12/28/09			1.70

Sum of B= 3,581.09 -- Broker Fees

2009 YEAR END SUMMARY

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

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 the return See instructions	Name of Exempt Organization MERSON FAMILY FOUNDATION INC		Employer identification number 22-3441608
	Number, street, and room or suite no. If a P O box, see instructions. 4 KNOLLWOOD ROAD		For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions. WOODCLIFF LAKE, NJ 07675		

Check type of return to be filed (File a separate application for each return)

[ ] Form 990 [ ] Form 990-EZ [ ] Form 990-T (sec 401(a) or 408(a) trust) [ ] Form 1041-A [ ] Form 5227 [ ] Form 8870
[ ] Form 990-BL [X] Form 990-PF [ ] Form 990-T (trust other than above) [ ] Form 4720 [ ] Form 6069

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

- The books are in the care of ▶ ANDREW MERSON 4 KNOLLWOOD ROAD - WOODCLIFF LAKE, NJ 07675

Telephone No. ▶ 845-634-5300 FAX No. ▶ 845-634-5409

- 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 NOVEMBER 15, 2010

5 For calendar year 2009 , or other tax year beginning _____, and ending _____.

6 If this tax year 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 INFORMATION IS NEEDED TO COMPLETE AN ACCURATE TAX 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	$ 1,100.
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	$ 3,429.
c	**Balance Due.** Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, 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 ▶ Date ▶

923832
05-26-09