See a Social Security Number? Say Something!
Report Privacy Problems to https://public.resource.org/privacy
Or call the IRS Identity Theft Hotline at 1-800-908-4490

PAPER FILING PURSUANT TO NOTICE 2012-4

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0052

2010

For calendar year 2010, or tax year beginning OCT 1, 2010 , and ending SEP 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: WHITEHALL FOUNDATION, INC.

A Employer identification number: 13-5637595

Number and street (or P O box number if mail is not delivered to street address): POST OFFICE BOX 3423 | Room/suite:

B Telephone number: (561)655-4474

City or town, state, and ZIP code: PALM BEACH, FL 33480

C If exemption application is pending, check here ▶[ ]

D 1. Foreign organizations, check here ▶[ ]
2. Foreign organizations meeting the 85% test, check here and attach computation ▶[ ]

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 95,407,885.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,922,713.	1,922,713.		STATEMENT 1
	4 Dividends and interest from securities	1,487,176.	1,487,176.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	114,118.			
	b Gross sales price for all assets on line 6a 8,022,673.				
	7 Capital gain net income (from Part IV, line 2)		114,118.		
	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	56,352.	56,352.		STATEMENT 3
	12 Total. Add lines 1 through 11	3,580,359.	3,580,359.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	150,000.	112,500.		37,500.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	14,232.	10,674.		3,558.
	16a Legal fees				
	b Accounting fees STMT 4	89,973.	22,493.		67,480.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	42,820.	40,271.		2,549.
	19 Depreciation and depletion				
	20 Occupancy	41,775.	0.		41,775.
	21 Travel, conferences, and meetings	16,643.	0.		16,643.
	22 Printing and publications				
	23 Other expenses STMT 6	94,852.	9,338.		85,515.
	24 Total operating and administrative expenses. Add lines 13 through 23	450,295.	195,276.		255,020.
	25 Contributions, gifts, grants paid	4,481,000.			4,481,000.
	26 Total expenses and disbursements. Add lines 24 and 25	4,931,295.	195,276.		4,736,020.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<1,350,936.>			
	b Net investment income (if negative, enter -0-)		3,385,083.		
	c Adjusted net income (if negative, enter -0-)			N/A	

RECEIVED MAY 1 2012 OGDEN, UT

SCANNED MAY 1 1 2012

023501 12-07-10 LHA For Paperwork Reduction Act Notice, see the Instructions.

Page one only

P 11