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

**2010**

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2010, or tax year beginning **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 <b>THE SO CHARITABLE TRUST C/O ODED ABOODI, TRUSTEE</b>		A Employer identification number <b>13-3050892</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>C/O ALPINE RESOURCES LLC, P.O. BOX 5028</b>	Room/suite	B Telephone number <b>(212) 641-5006</b>
City or town, state, and ZIP code <b>NEW YORK, NY 10150</b>		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>1,450,837.</b> (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	18,000.			
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	4.	4.	4.	<b>STATEMENT 2</b>
4 Dividends and interest from securities	33,544.	33,544.	33,544.	<b>STATEMENT 3</b>
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	10,026.			<b>STATEMENT 1</b>
b Gross sales price for all assets on line 6a	37,638.			
7 Capital gain net income (from Part IV, line 2)		31,499.		
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	61,574.	65,047.	33,548.	
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				
c Other professional fees				
17 Interest				
18 Taxes				
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses <b>STMT 4</b>	115.	0.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23	115.	0.	0.	0.
25 Contributions, gifts, grants paid	412,298.			412,298.
26 Total expenses and disbursements. Add lines 24 and 25	412,413.	0.	0.	412,298.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-350,839.			
b Net investment income (if negative, enter -0-)		65,047.		
c Adjusted net income (if negative, enter -0-)			33,548.	

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THE SO CHARITABLE TRUST

Form 990-PF (2010)

C/O ODED ABOODI, TRUSTEE

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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	55,645.	25,508.	25,508.
	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	1,970.	1,970.	1,970.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock <b>STMT 6</b>	1,859,364.	1,641,906.	1,423,359.
	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 ▶)				
<b>16 Total assets (to be completed by all filers)</b>	<b>1,916,979.</b>	<b>1,669,384.</b>	<b>1,450,837.</b>	
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 ▶)			
<b>23 Total liabilities (add lines 17 through 22)</b>	<b>0.</b>	<b>0.</b>		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds	0.	0.		
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	1,916,979.	1,669,384.		
<b>30 Total net assets or fund balances</b>	<b>1,916,979.</b>	<b>1,669,384.</b>		
<b>31 Total liabilities and net assets/fund balances</b>	<b>1,916,979.</b>	<b>1,669,384.</b>		

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	1,916,979.
2 Enter amount from Part I, line 27a	2	-350,839.
3 Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 5</b>	3	103,244.
4 Add lines 1, 2, and 3	4	1,669,384.
5 Decreases not included in line 2 (itemize) ▶	5	0.
<b>6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30</b>	<b>6</b>	<b>1,669,384.</b>

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a 200 SHS POLO RALPH LAUREN</b>	P	06/12/97	07/22/11
<b>b 410 SHS BANK OF NY</b>	P	01/01/90	11/04/11
<b>c CAPITAL GAINS DIVIDENDS</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a 27,870.</b>		<b>5,496.</b>	<b>22,374.</b>
<b>b 8,478.</b>		<b>643.</b>	<b>7,835.</b>
<b>c 1,290.</b>			<b>1,290.</b>
<b>d</b>			
<b>e</b>			

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	
<b>a</b>			<b>22,374.</b>
<b>b</b>			<b>7,835.</b>
<b>c</b>			<b>1,290.</b>
<b>d</b>			
<b>e</b>			

<b>2 Capital gain net income or (net capital loss)</b>	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	<b>2</b>	<b>31,499.</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>		<b>3</b>	<b>0.</b>
If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			

**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	553,005.	1,394,577.	.396540
2008	483,593.	1,181,110.	.409439
2007	665,299.	1,573,219.	.422890
2006	569,082.	2,138,311.	.266136
2005	676,865.	2,211,523.	.306063

<b>2 Total of line 1, column (d)</b>	<b>2</b>	<b>1.801068</b>
<b>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</b>	<b>3</b>	<b>.360214</b>
<b>4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5</b>	<b>4</b>	<b>1,539,608.</b>
<b>5 Multiply line 4 by line 3</b>	<b>5</b>	<b>554,588.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	<b>6</b>	<b>650.</b>
<b>7 Add lines 5 and 6</b>	<b>7</b>	<b>555,238.</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>	<b>8</b>	<b>412,298.</b>

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

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

<b>1a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,301.
<b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
<b>3</b> Add lines 1 and 2	3	1,301.
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
<b>5</b> Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,301.
<b>6</b> Credits/Payments:		
<b>a</b> 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2,749.
<b>b</b> Exempt foreign organizations - tax withheld at source	6b	
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	6c	
<b>d</b> Backup withholding erroneously withheld	6d	
<b>7</b> Total credits and payments. Add lines 6a through 6d	7	2,749.
<b>8</b> Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
<b>9</b> Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
<b>10</b> Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,448.
<b>11</b> Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> 1,448. Refunded <input type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

		Yes	No
<b>1a</b> 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>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>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.</i>	1b		X
<b>c</b> Did the foundation file Form 1120-POL for this year?	1c		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.			
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.			
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2		X
<b>3</b> 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? <i>If "Yes," attach a conformed copy of the changes</i>	3		X
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
<b>b</b> If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5		X
<b>6</b> 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	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	7	X	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NONE			
<b>b</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? <i>If "No," attach explanation</i>	8b	X	
<b>9</b> 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)? <i>If "Yes," complete Part XIV</i>	9		X
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10		X

N/A

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

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13		X
14 The books are in care of ▶ <u>ODED ABOODI, TRUSTEE</u> Telephone no. ▶ <u>212-641-5006</u> Located at ▶ <u>C/O ALPINE RESOURCES LLC, P.O. BOX 5028, NEW YORK</u> ZIP+4 ▶ <u>10150</u>			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

		Yes	No
1a During the year did the foundation (either directly or indirectly):			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
(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)? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
(6) Agree to pay money or property to a government official? ( <b>Exception.</b> 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.) <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
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 <span style="float:right;">N/A</span>	1b		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? <span style="float:right;"><input type="checkbox"/></span>	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? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span> If "Yes," list the years ▶ _____, _____, _____			
b Are there any years listed in 2a for which the foundation is <b>not</b> 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.) <span style="float:right;">N/A</span>	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? <span style="float:right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>			
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) <span style="float:right;">N/A</span>	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:

(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)?  Yes  No  
Organizations relying on a current notice regarding disaster assistance check here  N/A

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?  Yes  No  
If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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?  Yes  No  
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?  Yes  No

**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
ODED ABOODI, C/O ALPINE RESOURCES LLC P.O. BOX 5028 NEW YORK, NY 10150	TRUSTEE 2.00	0.	0.	0.
SOLOMON M. WEISS 632 IRVINGTON AVE HILLSIDE, NJ 07205	TRUSTEE 2.00	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

**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	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	<b>0.</b>

**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	1,519,914.
b	Average of monthly cash balances	1b	40,050.
c	Fair market value of all other assets	1c	3,090.
d	<b>Total</b> (add lines 1a, b, and c)	1d	1,563,054.
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	1,563,054.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	23,446.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,539,608.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	76,980.

**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	76,980.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,301.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,301.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	75,679.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	75,679.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	75,679.

**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	412,298.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	412,298.
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	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	412,298.

**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.

THE SO CHARITABLE TRUST  
C/O ODED ABOODI, TRUSTEE

**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				75,679.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	568,991.			
b From 2006	464,241.			
c From 2007	589,186.			
d From 2008	425,535.			
e From 2009	484,022.			
f Total of lines 3a through e	2,531,975.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$	412,298.			
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				75,679.
e Remaining amount distributed out of corpus	336,619.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	2,868,594.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	568,991.			
9 Excess distributions carryover to 2011 Subtract lines 7 and 8 from line 6a	2,299,603.			
10 Analysis of line 9:				
a Excess from 2006	464,241.			
b Excess from 2007	589,186.			
c Excess from 2008	425,535.			
d Excess from 2009	484,022.			
e Excess from 2010	336,619.			

THE SO CHARITABLE TRUST

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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).)

**ODED ABOODI, C/O ALPINE RESOURCES LLC**

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

**NONE**

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

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

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

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

c Any submission deadlines:

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

THE SO CHARITABLE TRUST  
C/O ODED ABOODI, TRUSTEE

**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)				
<b>a Paid during the year</b>				
SEE ATTACHED SCHEDULE	NONE		PUBLIC CHARITIES  IRC SECTION 170(C) ORGANIZATIONS	412,298.
<b>Total</b>				<b>▶ 3a 412,298.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>▶ 3b 0.</b>





**Oceanic Petroleum Corporation  
Form 5471, Schedule A - Attachment**

**Stock of Foreign Corporation  
Beginning & End of Annual Accounting Period**

<u>Description of each class of stock</u>	<u>Par or stated value per share</u>	<u>Number of Shares Outstanding</u>
Common Class A - Voting	\$ 1	522,600.00
Common Class B	\$ 1	585,000.00
Pfd. Class A	\$ 100	116,129.03
Pfd. Class B	\$ 10	870,967.74
Pfd. Class C	\$1,000	2,903.22

**Oceanic Petroleum Corporation  
OPC  
Form 5471, Schedule B - Attachment**

**Shares Held  
Beginning & End of Period**

Name and Address of Shareholder	Direct % of Corp Ownership	Identifying Number	Class of Stock	Directly	Indirectly	Constructively
	Value of Stock					
Pao-Ming Yen 55 Roberts Road Englewood Cliffs, NJ 07632	None	300-24-7453	Common A	None	None	None
			Common B	None	None	None
			Pfd A	None	**116,129 03	None
			Pfd B	None	**870,967 74	None
			Pfd C	None	** 2,903 22	None
			Pfd D	None	None	None
Ganon Investments Corporation c/o Alpine Resources LLC P O Box 5028 New York, NY 10150	84 39%	20-1449368	Common A	None	None	None
			Common B	None	None	None
			Pfd A	116,129 03	None	None
			Pfd B	870,967 74	None	None
			Pfd C	2,903 22	None	None
			Pfd D	None	None	None
The Wang Family Charitable Fdn Oded Aboodi, Trustee c/o Alpine Resources LLC P O Box 5028 New York, NY 10150	0 088%	13-3192845	Common A	(11 9%) 62,400	None	None
			Common B		None	None
			Pfd A		None	None
			Pfd B		None	None
			Pfd C		None	None
			Pfd D		None	None
The Yen Family Charitable Fdn Oded Aboodi, Trustee c/o Alpine Resources LLC P O Box 5028 New York, NY 10150	0 088%	13-3466314	Common A	(11 9%) 62,400	None	None
			Common B		None	None
			Pfd A		None	None
			Pfd B		None	None
			Pfd C		None	None
			Pfd D		None	None
The Wayen Charitable Foundation Oded Aboodi, Trustee c/o Alpine Resources LLC P O Box 5028 New York, NY 10150	0 088%	13-3466312	Common A	(11 9%) 62,400	None	None
			Common B		None	None
			Pfd A		None	None
			Pfd B		None	None
			Pfd C		None	None
			Pfd D		None	None
The CD Shiah Charitable Foundation Oded Aboodi, Trustee c/o Alpine Resources LLC P O Box 5028 New York, NY 10150	5 50%	13-3076929	Common A	(37 4%) 195,000	None	None
			Common B	195,000 00	None	None
The SO Charitable Trust Oded Aboodi, Trustee c/o Alpine Resources LLC P O Box 5028 New York, NY 10150	7 47%	13-3050892	Common A	(26 9%) 140,400	None	None
			Common B	390,000 00	None	None

\*\*As a shareholder in Ganon Investments Corporation

OCEANIC PETROLEUM CORPORATION

Form 5471, Schedule C

Other Deductions - Line 16

Professional Services	\$	37,500
Management Fees		39,702
Miscellaneous		1,130
	\$	<u>78,332</u>

**Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund**

OMB No 1545-1002

Attachment Sequence No **69**

▶ See separate instructions.

Name of shareholder <b>THE SO CHARITABLE TRUST, O. ABOODI, TRUSTEE</b>	Identifying number (see page 2 of instructions) <b>13-3050892</b>
Number, street, and room or suite no (If a P O box, see page 2 of instructions) <b>C/O ALPINE RESOURCES LLC</b>	Shareholder tax year calendar year 20... or other tax year beginning <b>12/01</b> , 20 <b>10</b> and ending <b>11/30</b> , 20 <b>11</b>
City or town, state, and ZIP code or country <b>NEW YORK, NY 10150</b>	
Check type of shareholder filing the return <input type="checkbox"/> Individual <input type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> S Corporation <input type="checkbox"/> Nongrantor Trust <input type="checkbox"/> Estate	
Name of passive foreign investment company (PFIC) or qualified electing fund (QEF) <b>OCEANIC PETROLEUM CORPORATION ("OPC")</b>	Employer identification number (if any) <b>13-3054067</b>
Address (Enter number, street, city or town, and country) <b>C/O ALPINE RESOURCES LLC, P.O.B. 5028, NEW YORK, NY 10150</b>	Tax year of company or fund calendar year 20... or other tax year beginning <b>12/01</b> , 20 <b>10</b> and ending <b>11/30</b> , 20 <b>11</b>

**Part I Elections** (See instructions.)

- Election To Treat the PFIC as a QEF.** I, a shareholder of a PFIC, elect to treat the PFIC as a QEF. Complete lines 1a through 2c of Part II
- Deemed Sale Election.** I, a shareholder on the first day of a PFIC's first tax year as a QEF, elect to recognize gain on the deemed sale of my interest in the PFIC. Enter gain or loss on line 10f of Part IV.
- Deemed Dividend Election.** I, a shareholder on the first day of a PFIC's first tax year as a QEF that is a controlled foreign corporation (CFC), elect to treat an amount equal to my share of the post-1986 earnings and profits of the CFC as an excess distribution. Enter this amount on line 10e of Part IV.
- Election To Extend Time For Payment of Tax.** I, a shareholder of a QEF, elect to extend the time for payment of tax on the undistributed earnings and profits of the QEF until this election is terminated. Complete lines 3a through 4c of Part II to calculate the tax that may be deferred.  
**Note:** If any portion of line 1a or line 2a of Part II is includible under section 551 or 951, you may not make this election. Also, see sections 1294(c) and 1294(f) and the related regulations for events that terminate this election.
- Election To Recognize Gain on Deemed Sale of PFIC.** I, a shareholder of a former PFIC or a PFIC to which section 1297(e) applies, elect to treat as an excess distribution the gain recognized on the deemed sale of my interest in the PFIC, or, if I qualify, my share of the PFIC's post-1986 earnings and profits deemed distributed, on the last day of its last tax year as a PFIC under section 1297(a). Enter gain on line 10f of Part IV
- Election To Mark-to-Market PFIC Stock.** I, a shareholder of a PFIC, elect to mark-to-market the PFIC stock that is marketable within the meaning of section 1296(e). Complete Part III.

**Part II Income From a Qualified Electing Fund (QEF).** All QEF shareholders complete lines 1a through 2c. If you are making Election D, also complete lines 3a through 4c. (See page 5 of instructions.) **SCHEDULE ATTACHED**

<b>1a</b> Enter your pro rata share of the ordinary earnings of the QEF . . . . .	<b>1a</b>	
<b>b</b> Enter the portion of line 1a that is included in income under section 551 or 951 or that may be excluded under section 1293(g)	<b>1b</b>	
<b>c</b> Subtract line 1b from line 1a. Enter this amount on your tax return as dividend income . . . . .	<b>1c</b>	
<b>2a</b> Enter your pro rata share of the total net capital gain of the QEF . . . . .	<b>2a</b>	
<b>b</b> Enter the portion of line 2a that is included in income under section 551 or 951 or that may be excluded under section 1293(g)	<b>2b</b>	
<b>c</b> Subtract line 2b from line 2a. This amount is a net long-term capital gain. Enter this amount in Part II of the Schedule D used for your income tax return (See instructions.) . . . . .	<b>2c</b>	
<b>3a</b> Add lines 1c and 2c . . . . .	<b>3a</b>	
<b>b</b> Enter the total amount of cash and the fair market value of other property distributed or deemed distributed to you during the tax year of the QEF. (See instructions.) . . . . .	<b>3b</b>	
<b>c</b> Enter the portion of line 3a not already included in line 3b that is attributable to shares in the QEF that you disposed of, pledged, or otherwise transferred during the tax year . . . . .	<b>3c</b>	
<b>d</b> Add lines 3b and 3c . . . . .	<b>3d</b>	
<b>e</b> Subtract line 3d from line 3a, and enter the difference (if zero or less, enter amount in brackets) <b>Important:</b> If line 3e is greater than zero, and no portion of line 1a or 2a is includible in income under section 551 or 951, you may make Election D with respect to the amount on line 3e	<b>3e</b>	
<b>4a</b> Enter the total tax for the tax year (See instructions.) . . . . .	<b>4a</b>	
<b>b</b> Enter the total tax for the tax year determined without regard to the amount entered on line 3e . . . . .	<b>4b</b>	
<b>c</b> Subtract line 4b from line 4a. <b>This is the deferred tax, the time for payment of which is extended by making Election D. See instructions</b> . . . . .	<b>4c</b>	

**Part III Gain or (Loss) From Mark-to-Market Election** (See page 5 of instructions.)

5	Enter the fair market value of your PFIC stock at the end of the tax year . . . . .	5	
6	Enter your adjusted basis in the stock at the end of the tax year . . . . .	6	
7	<b>Excess.</b> Subtract line 6 from line 5. If a gain, <b>stop here.</b> Include this amount as ordinary income on your tax return. If a loss, go to line 8 . . . . .	7	
8	Enter any unreversed inclusions (as defined in section 1296(d)). See instructions. . . . .	8	
9	Enter the smaller of line 7 or line 8. Include this amount as an ordinary loss on your tax return . . . . .	9	

**Part IV Distributions From and Dispositions of Stock of a Section 1291 Fund** (See page 6 of instructions.)  
 Complete a *separate Part IV* for each excess distribution (see instructions).

10a	Enter your total distributions from the section 1291 fund during the current tax year with respect to the applicable stock. If the holding period of the stock began in the current tax year, see instructions . . . . .	10a	
b	Enter the total distributions (reduced by the portions of such distributions that were excess distributions but not included in income under section 1291(a)(1)(B)) made by the fund with respect to the applicable stock for each of the 3 years preceding the current tax year (or if shorter, the portion of the shareholder's holding period before the current tax year). . . . .	10b	
c	Divide line 10b by 3. (See instructions if the number of preceding tax years is less than 3.) . . . . .	10c	
d	Multiply line 10c by 125% (1.25) . . . . .	10d	
e	Subtract line 10d from line 10a. This amount, if more than zero, is the excess distribution with respect to the applicable stock. If zero or less and you did not dispose of stock during the tax year, <b>do not</b> complete the rest of Part IV. See instructions if you received more than one distribution during the current tax year. Also, see instructions for rules for reporting a nonexcess distribution on your income tax return . . . . .	10e	
f	Enter gain or loss from the disposition of stock of a section 1291 fund or former section 1291 fund. If a gain, complete line 11. If a loss, show it in brackets and <b>do not</b> complete line 11 . . . . .	10f	
11a	Attach a statement for each distribution and disposition. Show your holding period for each share of stock or block of shares held. Allocate the excess distribution to each day in your holding period. Add all amounts that are allocated to days in each tax year. . . . .		
b	Enter the total of the amounts determined in line 11a that are allocable to the current tax year and tax years before the foreign corporation became a PFIC (pre-PFIC tax years). Enter these amounts on your income tax return as other income . . . . .	11b	
c	Enter the aggregate increases in tax (before credits) for each tax year in your holding period (other than the current tax year and pre-PFIC years) (See instructions) . . . . .	11c	
d	Foreign tax credit. (See instructions) . . . . .	11d	
e	Subtract line 11d from line 11c. Enter this amount on your income tax return as "additional tax" (See instructions) . . . . .	11e	
f	Determine interest on each net increase in tax determined on line 11e using the rates and methods of section 6621. Enter the aggregate amount of interest here (See instructions.) . . . . .	11f	

**Part V Status of Prior Year Section 1294 Elections and Termination of Section 1294 Elections**

Complete a *separate column* for each outstanding election. Complete lines 9 and 10 only if there is a *partial termination of the section 1294 election.*

	(i)	(ii)	(iii)	(iv)	(v)	(vi)
1 Tax year of outstanding election						
2 Undistributed earnings to which the election relates						
3 Deferred tax . . . . .						
4 Interest accrued on deferred tax (line 3) as of the filing date						
5 Event terminating election						
6 Earnings distributed or deemed distributed during the tax year . . . . .						
7 Deferred tax due with this return . . . . .						
8 Accrued interest due with this return . . . . .						
9 Deferred tax outstanding after partial termination of election						
10 Interest accrued after partial termination of election . . . . .						

**Passive Foreign Investment Company (PFIC)  
Annual Information**

**(Furnished Pursuant to Internal Revenue Service Notice 88-125)**

Name, Address and Taxpayer Identification Number of PFIC

Oceanic Petroleum Corporation ("OPC")                      I.D. #13-3054067  
c/o Alpine Resources LLC  
P.O. Box 5028  
New York, NY 10150

(1) Taxable Year of the PFIC to Which Information Statement Applies

December 1, 2010 - November 30, 2011

(2) Shareholder's Pro-Rata Share of Ordinary Earnings and Net Capital Gain of the PFIC/Taxable Year: December 1, 2010 - November 30, 2011

- Schedule Attached -

Oceanic Petroleum Corporation has made Dividend Distributions in excess of its income. Consequently, the character of any includible income is Dividend Income.

After the payment of preferred dividends, a deficit in current earnings and profits resulted and consequently, no remaining earnings and profits are allocable to the shareholders.

(3) Cash Distributed or Deemed Distributed

- Schedule Attached -

(4) PFIC Verification Statement

Oceanic Petroleum Corporation hereby acknowledges that it will permit the shareholder to inspect and copy the Corporation's permanent books of account, records and such other documents as may be maintained by the Corporation that are necessary to establish that PFIC ordinary earnings and net capital gain, as provided in Section 1293(e) of the Internal Revenue Code, are computed in accordance with U.S. income tax principles.

**Oceanic Petroleum Corporation  
Passive Foreign Investment Company ("PFIC")  
Annual Information Statement**

**Attachment**

Shareholder	Shareholder's Tax Year	Type of Shareholder	Cash Distributed 12/1/10 to 11/30/11		
			Total	2010	2011
Ganon Investments Corporation	01/01/11 - 12/31/11	S Corporation	575,000		575,000
The Wang Family Charitable Foundation	11/01/11 - 10/31/12	Non-Grantor Trust	0		
The Yen Family Charitable Foundation	11/01/11 - 10/31/12	Non-Grantor Trust	0		
The Wayen Charitable Foundation	11/01/11 - 10/31/12	Non-Grantor Trust	0		
The CD Shiah Charitable Foundation	07/01/11- 06/30/12	Non-Grantor Trust	0		
The SO Charitable Foundation	12/01/10 - 11/30/11	Non-Grantor Trust	0		
			575,000		575,000

**NOTE:**

Shareholder's total pro-rata of earnings of Oceanic Petroleum Corporation for its taxable year 12/01/10 - 11/30/11 is less than the actual cash distributed. Accordingly, such information is being omitted.

After the payment of preferred dividends, a deficit in current earnings and profits resulted and consequently, no remaining earnings and profits are allocable to the shareholders.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
200 SHS POLO RALPH LAUREN	27,870.	15,984.	0.	PURCHASED	06/12/97	07/22/11
						11,886.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
410 SHS BANK OF NY	8,478.	11,628.	0.	PURCHASED	01/01/90	11/04/11
						-3,150.

CAPITAL GAINS DIVIDENDS FROM PART IV						1,290.
TOTAL TO FORM 990-PF, PART I, LINE 6A						10,026.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
INTEREST	4.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	4.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT	3
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT	
DIV & INT	34,834.	1,290.	33,544.	
TOTAL TO FM 990-PF, PART I, LN 4	34,834.	1,290.	33,544.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OTHER	115.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	115.	0.	0.	0.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	5
DESCRIPTION	AMOUNT		
UNREALIZED GAIN ON TRANSFER OF COMMON STOCK TO PUBLIC CHARITY	103,244.		
TOTAL TO FORM 990-PF, PART III, LINE 3	103,244.		

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
CORPORATE STOCK	1,301,906.	1,083,359.		
CLOSELY HELD STOCK	340,000.	340,000.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,641,906.	1,423,359.		

**THE SO CHARITABLE TRUST**  
**CONTRIBUTIONS SUMMARY**  
December 1, 2010 through November 30, 2011

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OA - SEE SCHEDULE ATTACHED	345,496
SMW - SEE SCHEDULE ATTACHED	66,802
	<hr/>
TOTAL	412,298

**THE SO CHARITABLE TRUST**  
**EIN: 13-3050892**  
**ATTACHMENT TO 990-PF**  
**CONTRIBUTION LIST - 11/30/11**

Date	Num	Name	Address	Amount
<b>OA - Distributions (Cash)</b>				
12/1/2010	1744	THE BRONX CHARTER SCHOOL FOR CHILDREN	388 Willis Avenue, Bronx, NY 10454	1,000 00
12/1/2010	1745	NAT'L MULTIPLE SCLEROSIS SOCIETY	101A First Avenue, Suite 6, Waltham, MA 02451	1,800 00
12/15/2010	1729	WESTCHESTER DAY SCHOOL	856 Orienta Avenue, #1, Mamaroneck, NY 10543-4797	1,500 00
12/15/2010	1730	WESTCHESTER DAY SCHOOL	857 Orienta Avenue, #1, Mamaroneck, NY 10543-4797	1,500 00
12/15/2010	1731	WESTCHESTER DAY SCHOOL	858 Orienta Avenue, #1, Mamaroneck, NY 10543-4797	1,500 00
1/5/2011	1747	YOUNG ISRAEL OF SCARSDALE	1313 Weaver Street, Scarsdale, NY 10583	6,682 00
1/10/2011	1748	METROPOLITIAN OPERA HOUSE	Lincoln Center, New York, NY 10023	1,000 00
2/24/2011	1751	AMERICAN CANCER SOCIETY	11701 Stonehollow Drive, Austin, TX 78758	900 00
3/16/2011	1752	NATIONAL DANCE INSTITUTE	217 W 147th Street, New York, NY 10039	360 00
3/16/2011	1754	NEW MILFORD H S HOLOCAUST STUDY TOUR	One Snyder Circle, New Milford, NJ 07646	540 00
3/18/2011	1758	AMERICAN CANCER SOCIETY	11701 Stonehollow Drive, Austin, TX 78758	3,600 00
3/18/2011	1757	H E L P	1751 Second Avenue, New York, NY 10128	3,600 00
3/18/2011	1756	THE CHEMOTHERAPY FOUNDATION	183 Madison Avenue, New York, NY 10016	3,600 00
3/18/2011	1755	CHILDREN'S HEARING INSTITUTE	380 Second Avenue, 9th Floor, New York, NY 10010	5,000 00
4/7/2011	1759	MS RESEARCH	101A First Avenue, Suite 6, Waltham, MA 02451	900 00
7/6/2011	1760	NEBRASKA GAME & PARKS COMMISSION	2200 N 33rd Street, Lincoln, NE 68502	540 00
8/9/2011	1761	HOPE AND HEROES CANCER FUND	161 Fort Washington Avenue, IP-7, New York, NY 10032	3,500 00
9/16/2011	1762	CONGREGATION GESHER SHALOM	1449 Anderson Avenue, Fort Lee, NJ 07024	3,600 00
10/4/2011	1763	NEW YORK UNIVERSITY	726 Broadway, New York, NY 10003-9580	3,600 00
10/6/2011	1764	TSA-NYHV CHAPTER	P O Box 517, Ardsley, NY 10502	3,600 00
10/12/2011	1765	THE SOMARELA FUND	264 Main Street, Great Barrington, MA 01230	2,000 00
10/25/2011	1766	FRIENDS OF IVANHOE	POB 39985, Griffith Station, Los Angeles, CA 90039	360 00
11/1/2011	1767	PERFECT PET RESCUE	P O Box 24099, Los Angeles, CA 90024-0099	540 00
11/1/2011	1768	RELIANCE FIRE COMPANY	94 Church Street, Alpine, NJ 07620	500 00
11/4/2011	1769	NJCDYACHAD	11 Broadway, New York, NY 10004	720 00
<b>Total OA - Distributions (Cash)</b>				<b>52,442 00</b>
<b>OA - Distributions (Stock)</b>				
3/18/2011		MONTEFIORE HOSPITAL FUND (1050 shs RL)	111 East 210th Street, Bronx, NY 10467-2490	125,401 50
5/5/2011		RIVERDALE COUNTRY SCHOOL (120 shs RL)	5250 Fieldston Road, Riverdale, NY 10471-2999	15,435 60
5/9/2011		THE JEWISH MUSEUM (45 shs RL)	1109 Fifth Avenue, New York, NY 10128	5,835 15
6/9/2011		BRANDEIS UNIVERSITY (860 shs RL)	415 South Street, Waltham, MA 02453	104,369 60
6/15/2011		DOROT INC (100 shs RL)	171 W 85th Street, New York, NY 10024	12,094 00
9/19/2011		LUSTGARTEN FOUNDATION (25 shs RL)	1111 Stewart Avenue, Bethpage, NY 11714	3,705 50
9/19/2011		HAYGROUND SCHOOL (35 shs RL)	151 Mitchell Lane, Bridgehampton, NY 11932	5,187 70
10/6/2011		NATIONAL DANCE INSTITUTE (40 shs RL)	217 W 147th Street, New York, NY 10039	5,530 00
10/25/2011		HOPE & HEROES CHILDREN'S CANCER FUND (100 shs RL)	161 Fort Washington Avenue, IP-7, New York, NY 10032	15,495 00
<b>Total OA - Distributions (Stock)</b>				<b>293,054 05</b>
<b>Total OA Distributions</b>				<b>345,496 05</b>
<b>SMW - Distributions</b>				
12/6/2010	2869	JEWISH EDUCATIONAL CENTER	330 Elmora Avenue, Elizabeth, NJ 07208	504 00
12/16/2010	2870	CENTER FOR ADVANCEMENT OF JEWISH EDUCATION	4200 Biscayne Blvd, Miami, FL 33137-3210	108 00
1/11/2011	2871	LINCOLN SQUARE SYNAGOGUE	200 Amsterdam Avenue, New York, NY 10023	1,944 00
1/11/2011	2872	YM-YWHA OF UNION COUNTY	501 Green Lane, Union, NJ 07083	108 00
1/28/2011	2873	YOUNG ISRAEL OF BAL HARBOUR	9592 Harding Avenue, 2nd Fl, Surfside, FL 33154	1,008 00
2/3/2011	2877	CONGREGATION ADATH ISRAEL	1391 North Avenue, Elizabeth, NJ 07208	360 00
2/11/2011	2874	YOUNG ISRAEL OF BAL HARBOUR	9592 Harding Avenue, 2nd Fl, Surfside, FL 33154	756 00
2/15/2011	2875	AMERICAN COMMITTEE FOR SHAARE ZEDEH HOSP	49 W 45th Street, 11th Fl, New York, NY 10036	828 00
3/1/2011	2876	YOUNG ISRAEL OF BAL HARBOUR	9592 Harding Avenue, 2nd Fl, Surfside, FL 33154	1,008 00
3/3/2011	2878	HATZOLAH OF UNION COUNTY	PO Box 9355, Elizabeth, NJ 07202-9355	540 00
4/1/2011	2879	YESHIVA BE'ER YITZCHOK	1391 North Avenue, Elizabeth, NJ 07208	360 00
4/11/2011	2880	CONGREGATION KEHILATH JACOB	305 W 79th Street, New York, NY 10024	234 00
4/11/2011	2881	LINCOLN SQUARE SYNAGOGUE	200 Amsterdam Avenue, New York, NY 10023	3,400 00
4/11/2011	2882	WQXR TELEPHONE	160 Varick Street, New York, NY 10013	180 00
4/11/2011	2883	NATIONAL JEWISH OUTREACH PROGRAM	989 Sixth Avenue, New York, NY 10018	2,016 00
4/11/2011	2885	DEWITT CLINTON H S	PO Box 566, Elmsford, NY 10523-0566	108 00
4/11/2011	2888	JOSEPH & LEAH WACHSMAN MEMORIAL FUND	3288 N Lake Drive, Milwaukee, WI 53211	108 00
4/11/2011	2889	DEBORAH HOSPITAL FOUNDATION	20 Pine Mill Road, Browns Mills, NJ 08015	108 00
4/11/2011	2890	RUTGERS UNIVERSITY	7 College Avenue, New Brunswick, NJ 08901-1261	1,548 00
4/11/2011	2891	CHABAD OF MERCER COUNTY	731 Princeton Kingston Road, Princeton, NJ 08540	144 00
4/11/2011	2892	BRIS AVROHOM, INC	910 Salem Avenue, Hillside, NJ 07205	360 00
4/11/2011	2894	JEWISH EDUCATIONAL CENTER	330 Elmora Avenue, Elizabeth, NJ 07208	1,206 00

4/11/2011	2896 KEREN OR	350 Seventh Ave, Suite 701, New York, NY 10001	360 00
4/11/2011	2884 SHOSHANIM	723 N Orange Drive, Los Angeles, CA 90038	540 00
4/11/2011	2886 WEST POINT JEWISH CHAPEL	PO Box 84, West Point, NY 10996	108 00
4/11/2011	2887 AURICLE COMMUNICATION	43 Montgomery St, 4th Fl, Jersey City, NJ 07302	180 00
4/11/2011	2895 ADATH ISRAEL CONGREGATION	1391 North Avenue, Elizabeth, NJ 07208	594 00
4/15/2011	2897 MIR YESHIVA	5114 13th Avenue, Brooklyn, NY 11219-3520	1,008 00
5/10/2011	2898 MUSEUM OF JEWISH HERITAGE	36 Battery Place, New York, NY 10280	216 00
5/10/2011	2899 AMERICAN COMMITTEE FOR SHAARE ZEDEK MED	55 West 39th Street, 4th Fl, New York, NY 10018	180 00
5/11/2011	2901 CONGREGATION ADATH ISRAEL	1391 North Avenue, Elizabeth, NJ 07208	8,010 00
5/11/2011	2902 THE WHITNEY MUSEUM OF ART	945 Madison Avenue, New York, NY 10021	126 00
5/11/2011	2903 AMERICAN SOCIETY FOR YAD VASHEM	500 Fifth Avenue, 42nd Fl, New York, NY 10110	108 00
5/11/2011	2904 YIVO INSTITUTE FOR JEWISH RESEARCH	15 W 16th Street, New York, NY 10011-6301	108 00
5/11/2011	2905 BRANDEIS UNIVERSITY	415 South Street, Waltham, MA 02453	3,600 00
5/11/2011	2906 U S HOLOCAUST MEMORIAL MUSEUM	P O Box 90988, Washington, DC 20090-0988	144 00
5/11/2011	2907 NATIONAL YIDDISH BOOK CENTER	1021 West Street, Amherst, MA 01002-3375	252 00
5/11/2011	2909 NEW YORK PUBLIC LIBRARY	476 Fifth Avenue, New York, NY 10018-2788	360 00
5/11/2011	2910 THE MUSEUM OF MODERN ART	11 W 53rd Street, New York, NY 10019-5497	360 00
5/11/2011	2912 UNITED WAY OF GREATER UNION COUNTY	33 West Grand Street, Elizabeth, NJ 07202	108 00
5/11/2011	2913 THE JEWISH MUSEUM OF FLORIDA	301 Washington Avenue, Miami Beach, FL 33139	126 00
5/11/2011	2914 THE NY WEILL CORNELL MEDICAL CENTER	525 East 68th Street, Box 123, New York, NY 10065	108 00
5/11/2011	2915 THE STATUE OF LIBERTY ELLIS ISLAND FOUND	17 Battery Place, Suite 210, New York, NY 10004	108 00
5/11/2011	2916 ORTHODOX UNION	11 Broadway, New York, NY 10004-1303	108 00
5/11/2011	2917 MUSEUM AT ELDRIDGE STREET	12 Eldridge Street, New York, NY 10002	108 00
5/11/2011	2919 JEWISH HISTORICAL SOCIETY	8 W 70th Street, New York, NY 10023	108 00
5/11/2011	2920 NORTH SHORE-LIJ HEALTH SYSTEM	125 Community Drive, Great Neck, NY 11021	180 00
5/11/2011	2921 FRIENDS OF THE 92ND STREET Y	1395 Lexington Avenue, New York, NY 10128	108 00
5/11/2011	2922 CENTRAL PARK CONSERVANCY	14 E 60th Street, New York, NY 10022	108 00
5/11/2011	2923 SIMON WIESENTHAL CENTER	1399 South Roxbury Drive, Los Angeles, CA 90035	108 00
5/11/2011	2908 THE NEWARK MUSEUM	49 Washington Street, Newark, NJ 07102-3176	108 00
5/11/2011	2911 NATIONAL DESIGN MUSEUM	2 E 91st Street, New York, NY 10128-0669	360 00
5/11/2011	2918 HOLOCAUST RESOURCE CENTER	820 Morris Turnpike, Short Hills, NJ 07078	108 00
5/12/2011	2900 FILM FORUM	209 W Houston Street, New York, NY 10014	126 00
5/18/2011	2925 HATZALAH	208 E 51st Street, Suite 303, New York, NY 10022	540 00
5/18/2011	2926 JEWISH MEMORIAL FUND	575 Madison Avenue, New York, NY 10022	180 00
5/18/2011	2927 JCC ASSOCIATION	520 Eighth Avenue, New York, NY 10018	108 00
5/18/2011	2928 WPBT 2	P O Box 610002, Miami, FL 33261-0002	108 00
5/18/2011	2929 YESHIVA MEOR HATORAH	3635 Devon Avenue, Chicago, IL 60659	252 00
5/18/2011	2931 THE JEWISH MUSEUM	1109 Fifth Avenue, New York, NY 10128	1,008 00
5/18/2011	2932 AMERICAN MUSEUM OF NATURAL HISTORY	Central Park West at 79th Street, New York, NY 10024	108 00
5/18/2011	2934 METROPOLITAN MUSEUM OF ART	11 W 53rd Street, New York, NY 10019-5497	618 00
5/18/2011	2935 MUSEUM OF THE CITY OF NEW YORK	1220 Fifth Avenue, New York, NY 10029	126 00
5/18/2011	2924 AUTISM SPEAKS	5455 Wilshire Blvd, Los Angeles, CA 90036	144 00
5/18/2011	2930 FRIENDS OF THE PHILHARMONIC	10 Lincoln Center Plaza, New York, NY 10023-6970	126 00
5/18/2011	2933 THE GUGGENHEIM MUSEUM	1071 Fifth Avenue, New York, NY 10128	126 00
5/26/2011	2936 YESHIVA UNIVERSITY MUSEUM	500 W 185th St, Ste BH 324, New York, NY 10033	108 00
5/26/2011	2937 YESHIVA UNIVERSITY WOMEN'S ORGANIZATION	500 W 185th St, Ste BH 324, New York, NY 10033	180 00
5/26/2011	2938 THE CARLEBACH SHUL	305 W 79th Street, New York, NY 10024	180 00
5/26/2011	2939 JEWISH THEOLOGICAL SEMINARY	3080 Broadway, New York, NY 10027	540 00
6/1/2011	2940 YESHIVA OHR YOSEF	435 River Road, New Milford, NJ 07646	108 00
6/25/2011	2941 YOUNG ISRAEL OF BAL HARBOUR	9592 Harding Avenue, 2nd Fl, Surfside, FL 33154	684 00
6/28/2011	2942 THE JEWISH FEDERATION OF CENTRAL NJ	1391 Martine Avenue, Scotch Plains, NJ 07076	1,008 00
6/28/2011	2943 UJA-FEDERATION OF NY	130 E 59th Street, New York, NY 10022	1,080 00
6/28/2011	2944 UJA OF METRO WEST	901 Route 10, POB 929, Whippany, NJ 07981	360 00
7/11/2011	2945 THE ESTHER ABOODI RESEARCH FUND	177 Fort Washington Avenue, New York, NY 10032	180 00
7/11/2011	2946 THE FRIENDSHIP CIRCLE	66 W Mount Pleasant Ave, Ste 205, New York, NY 07039	180 00
7/11/2011	2947 HASC	5902 14th Avenue, Brooklyn, NY 11219	1,008 00
7/11/2011	2950 AMIT	817 Broadway, New York, NY 10003	540 00
7/11/2011	2951 NEW JERSEY PERFORMANCE ARTS CENTER	One Center Street, Newark, NJ 07102	108 00
7/11/2011	2953 AMERICAN COMMITTEE FOR THE WEIZMANN INST	633 Third Avenue, New York, NY 10017	108 00
7/11/2011	2948 LINCOLN SQUARE SYNAGOGUE	200 Amsterdam Avenue, New York, NY 10023	1,008 00
7/11/2011	2949 WORLD JEWISH CONGRESS	501 Madison Avenue, New York, NY 10022	108 00
7/11/2011	2952 P E F ISRAEL ENDOWMENT FUND	317 Madison Avenue, New York, NY 10017	108 00
7/25/2011	2954 MUSEUM OF JEWISH HERITAGE	36 Battery Place, New York, NY 10280	108 00
8/3/2011	2955 YOUNG ISRAEL - BAL HARBOR	9592 Harding Avenue, 2nd Fl, Surfside, FL 33154	180 00
8/3/2011	2956 YESHIVA HAKOTEL	POB 603, Jersusalem 91006, Israel	1,008 00
8/4/2011	2957 KULANU YACHAD	39 Bellewood Place, Elizabeth, NJ 07208	180 00
8/15/2011	2958 ADATH ISRAEL SYNAGOGUE	1391 North Avenue, Elizabeth, NJ 07208	864 00
8/18/2011	2959 EAST HILL SYNAGOGUE	255 Walnut Street, Englewood, NJ 07631	180 00
9/9/2011	2960 JERSEY ANIMAL COALITION	298 Walton Avenue, South Orange, NJ 07079	108 00
9/9/2011	2961 JERUSALEM FOUNDATION INC	420 Lexington Avenue, Ste 1645, New York, NY 10170	108 00
9/9/2011	2962 THE BROOKLYN MUSEUM	200 Eastern Parkway, Brooklyn, NY 11238	162 00
9/9/2011	2963 FRIENDS OF CARNEGIE HALL	881 Seventh Avenue, New York, NY 10019	126 00
9/9/2011	2964 HIAS	333 Seventh Avenue, New York, NY 10001-5004	108 00
9/9/2011	2965 MESORAH HERITAGE FOUNDATION	4401 Second Avenue, Brooklyn, NY 11232	108 00
10/1/2011	2976 LINCOLN SQUARE SYNAGOGUE	200 Amsterdam Avenue, New York, NY 10023	540 00
10/1/2011	2966 P E F ISRAEL ENDOWMENT FUND	317 Madison Avenue, New York, NY 10017	180 00
10/1/2011	2967 JEWISH EDUCATIONAL CENTER	330 Elmora Avenue, Elizabeth, NJ 07208	7,614 00

10/1/2011	2968 AMERICAN FRIENDS ISRAEL MUSEUM	500 Fifth Avenue, Suite 2540, New York, NY 10110	1,008 00
10/1/2011	2969 AMERICAN FRIENDS OF MIR YESHIVA	5114 13th Avenue, Brooklyn, NY 11219-3520	1,800 00
10/1/2011	2970 AMERICAN FRIENDS OF JERUSALEM SYNAGOGUE	3145 Coney Island Avenue, Brooklyn, NY 11235	810 00
10/1/2011	2971 THE PATRON NETWORK	825 Eighth Avenue, New York, NY 10019-7435	504 00
10/1/2011	2972 MIAMI BEACH ERUV COUNCIL	4770 Biscayne Blvd, Suite 661, Miami, FL 33137	108 00
10/1/2011	2973 AMERICAN FRIENDS OF THE TEL AVIV MUSEUM	36 W 44th Street, New York, NY 10036	360 00
10/1/2011	2974 THE JEWISH PUBLICATION SOCIETY	2100 Arch Street, Philadelphia, PA 19103	108 00
10/1/2011	2975 MEMORIAL SLOAN KETTERING CANCER CENTER	POB 2706, New York, NY 10087-7106	108 00
10/31/2011	2977 AMERICAN COMMITTEE FOR SHAARE ZEDEK MED	49 W 45th Street, 11th Fl, New York, NY 10036	1,008 00
10/31/2011	2978 AMERICAN FRIENDS OF JERUSALEM SYNAGOGUE	3145 Coney Island Avenue, Brooklyn, NY 11235	360 00
10/31/2011	2979 NEW YORK BOTANICAL GARDENS	2900 Southern Blvd, Bronx, NY 10458	108 00
10/31/2011	2981 JEWISH FAMILY SERVICE AGENCY	665 Westfield, Elizabeth, NJ 07208	360 00
10/31/2011	2982 PERFECT PET RESCUE	PO Box 24099, Los Angeles, CA 90024-0099	360 00
10/31/2011	2980 THE JEWISH NATIONAL FUND	42 E 69th Street, New York, NY 10021	180 00
11/11/2011	2983 NEW YORK CITY OPERA	20 Lincoln Center, New York, NY 10023	108 00
11/11/2011	2984 THE ANNE FRANK CENTER, USA	44 Park Place, New York, NY 10007	108 00
11/11/2011	2985 AMERICAN ISRAEL CULTURAL FOUNDATION	20 E 46th Street, 15th Fl, New York, NY 10017	108 00
11/11/2011	2986 RICHARD TUCKER MUSIC FOUNDATION	1790 Broadway, Suite 715, New York, NY 10019-1412	108 00
11/11/2011	2987 THE METROPOLITAN OPERA GUILD	Lincoln Center, New York, NY 10023	108 00
11/11/2011	2988 AMERICAN BALLET THEATRE	890 Broadway, New York, NY 10003-1278	108 00
11/11/2011	2990 NCSY	1345 Queen Ann Road, Teaneck, NJ 07666	108 00
11/11/2011	2991 CLASSICAL SOUTH FLORIDA	330 SW Second St, Ste# 207, Fort Lauderdale, FL 33312	108 00
11/11/2011	2992 FREE ARTS FOR ABUSED CHILDREN	12095 W Washington Blvd, Los Angeles, CA 90066	108 00
11/11/2011	2993 ST BARNABAS MEDICAL CENTER FOUNDATION	ST BARNABAS MEDICAL CENTER FOUNDATION	108 00
11/11/2011	2994 NEW YORK PUBLIC LIBRARY	476 Fifth Avenue, New York, NY 10018-2788	108 00
11/11/2011	2995 NATIONAL MUSEUM OF AMER JEWISH HERITAGE	36 Battery Place, New York, NY 10280	108 00
11/11/2011	2996 CONGREGATION ADATH ISRAEL	1391 North Avenue, Elizabeth, NJ 07208	540 00

Total SMW - Distributions

66,802 00

Total CONTRIBUTIONS

412,298 05