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

2011

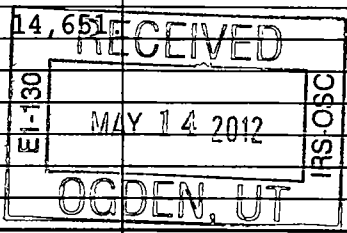
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year **2011** or tax year beginning , **2011**, and ending , **20**

ENVELOPE POSTMARK DATE MAY 10 2012

Name of foundation EDWIN SOFORENKO FOUNDATION		A Employer identification number 05-6019803	
Number and street (or P O box number if mail is not delivered to street address) 870 WESTMINSTER STREET		Room/suite	B Telephone number (see instructions) (401) 282-4743
City or town, state, and ZIP code PROVIDENCE, RI 02903		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply:		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change	
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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 3,065,052.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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) (see instructions).)	(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 (attach schedule)	3,112.			
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 Dividends and interest from securities	90,737.	93,159.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-38,249.			
b Gross sales price for all assets on line 6a 898,254.				
7 Capital gain net income (from Part IV, line 2)		14,651.		
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) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	55,600.	107,810.		
13 Compensation of officers, directors, trustees, etc.	17,092.	8,546.		8,546.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule) STMT 2	2,110.	NONE	NONE	2,110.
b Accounting fees (attach schedule) STMT 3	500.	147.	NONE	500.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 4	1,543.	621.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 5	50.			50.
24 Total operating and administrative expenses. Add lines 13 through 23	21,295.	9,314.	NONE	11,206.
25 Contributions, gifts, grants paid	120,300.			120,300.
26 Total expenses and disbursements. Add lines 24 and 25	141,595.	9,314.	NONE	131,506.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-85,995.			
b Net investment income (if negative, enter -0-)		98,496.		
c Adjusted net income (if negative, enter -0-)				



SCANNED MAY 23 2012

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		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	66,590.	128,887.	128,887.	
	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 (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)				
	c	Investments - corporate bonds (attach schedule)	60,000.			
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)	STMT 6	1,901,380.	1,863,390.	2,936,165.
	14	Land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		2,027,970.	1,992,277.	3,065,052.	
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 (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)					
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 and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	1,985,530.	1,992,277.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds	42,440.				
30	Total net assets or fund balances (see instructions)	2,027,970.	1,992,277.			
31	Total liabilities and net assets/fund balances (see instructions)	2,027,970.	1,992,277.			

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	2,027,970.
2	Enter amount from Part I, line 27a	2	-85,995.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	52,902.
4	Add lines 1, 2, and 3	4	1,994,877.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	2,600.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,992,277.

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 PUBLICLY TRADED SECURITIES						
b						
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 836,479.		883,603.	-47,124.			
b						
c						
d						
e						
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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))			
a			-47,124.			
b						
c						
d						
e						
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }				2	14,651.	
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) (see instructions). If (loss), enter -0- in Part I, line 8				3		

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 the 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))		
2010	201,228.	2,958,306.	0.068021		
2009	178,840.	2,840,875.	0.062952		
2008	249,416.	3,311,726.	0.075313		
2007	214,597.	3,631,934.	0.059086		
2006	224,306.	3,463,035.	0.064772		
2 Total of line 1, column (d)				2	0.330144
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	0.066029
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5				4	3,053,919.
5 Multiply line 4 by line 3				5	201,647.
6 Enter 1% of net investment income (1% of Part I, line 27b)				6	985.
7 Add lines 5 and 6				7	202,632.
8 Enter qualifying distributions from Part XII, line 4 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.				8	131,506.

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 598. Includes handwritten 'EFTPS' and 'Refunded'.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns for Yes/No. Includes handwritten 'RI' and 'N/A'. Activities include political influence, unrelated business income, and substantial contributors.

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 make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of RBS CITIZENS, N.A. Telephone no. (401) 282-4743
Located at ONE CITIZENS PLAZA, PROVIDENCE, RI ZIP + 4 02903
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X 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 X 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 instructions)? 1b X
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 2011? 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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? Yes X 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.) 2b X
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 X No
b If "Yes," did it have excess business holdings in 2011 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 2011.) 3b N/A
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 2011? 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))?
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
(3) Provide a grant to an individual for travel, study, or other similar purposes?
(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)? (see instructions)
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
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)?
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?
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
6b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?
7b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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 (see instructions).
(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
SEE STATEMENT 9 17,092. -0- -0-
2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). 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 NONE NONE NONE
Total number of other employees paid over \$50,000 NONE

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ▶ **NONE**

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 NONE	

2	

3	

4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

	Amount
1 NONE	

2	

All other program-related investments. See instructions	
3 NONE	

Total. Add lines 1 through 3 ▶

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	2,947,438.
b	Average of monthly cash balances	1b	152,987.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,100,425.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,100,425.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	46,506.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,053,919.
6	Minimum investment return. Enter 5% of line 5	6	152,696.

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	152,696.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,970.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,970.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	150,726.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	150,726.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	150,726.

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	131,506.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	131,506.
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 (see instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	131,506.

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				150,726.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			NONE	
b Total for prior years: 20 <u>09</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	56,824.			
b From 2007	37,114.			
c From 2008	86,143.			
d From 2009	38,850.			
e From 2010	56,055.			
f Total of lines 3a through e	274,986.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ <u>131,506.</u>				
a Applied to 2010, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				131,506.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	19,220.			19,220.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	255,766.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	37,604.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	218,162.			
10 Analysis of line 9:				
a Excess from 2007	37,114.			
b Excess from 2008	86,143.			
c Excess from 2009	38,850.			
d Excess from 2010	56,055.			
e Excess from 2011				

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, 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)

Table with columns: Tax year (a) 2011, Prior 3 years (b) 2010, (c) 2009, (d) 2008, (e) Total. Rows include: 2a 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, (2) Support from general public and 5 or more exempt organizations, (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 instructions.)

1 Information Regarding Foundation Managers:
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
Check here [] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:
SEE STATEMENT 10

b The form in which applications should be submitted and information and materials they should include:
SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:
SEE ATTACHED STATEMENT FOR LINE 2

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE ATTACHED STATEMENT FOR LINE 2

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 <i>Paid during the year</i> SEE STATEMENT 11				
Total ▶ 3a				120,300.
b <i>Approved for future payment</i>				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include items like Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, etc.

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

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

Table with 2 columns: Line No. and 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.

NOT APPLICABLE

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

- 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... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Contains handwritten 'N/A' in column (b).

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... [] Yes [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Contains handwritten 'N/A' in column (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) is based on all information of which preparer has any knowledge. Signature of officer or trustee: Gregory J. Suchy, Date: 05/08/2012, Title: TAX OFFICER. May the IRS discuss this return with the preparer shown below (see instructions)? [X] Yes [] No

Paid Preparer Use Only Print/Type preparer's name: JEFFREY E. KUHLIN, Preparer's signature: [Signature], Date: 05/08/2012, Check self-employed if [] PTIN: P00353001, Firm's name: KPMG LLP, Firm's EIN: 13-5565207, Firm's address: 100 WESTMINSTER ST, 6TH FLOOR STE A, PROVIDENCE, RI 02903-2321, Phone no.: 855-549-6955

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST	90,737.	93,159.
TOTAL	90,737.	93,159.

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
LEGAL FEES	2,110.			2,110.
TOTALS	2,110.	NONE	NONE	2,110.

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	500.	147.		500.
TAX PREP FEE	500.	147.	NONE	500.
TOTALS				

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
2010 FED BALANCE DUE	171.	
2011 FED ESTIMATED TAXES	1,372.	
FOREIGN TAXES		621.
	-----	-----
TOTALS	1,543.	621.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES

=====

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

RI AG FILING FEE

50.

50.

TOTALS

50.
=====

50.
=====

EDWIN SOFORENKO FOUNDATION

05-6019803

FORM 990PF, PART II - OTHER INVESTMENTS

=====

COST/
FMV

C OR F

ENDING
FMV

ENDING
BOOK VALUE

BEGINNING
BOOK VALUE

SEE ATTACHED STATEMENT

C

1,901,380.

1,863,390.

2,936,165.

TOTALS

1,901,380.

1,863,390.

2,936,165.

=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION -----	AMOUNT -----
COMMON TRUST FUND TAX ADJUSTMENT	52,902.

TOTAL	52,902.
	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

AMOUNT

CHARITABLE DISBURSEMENT REVERSED IN 2012

2,600.

TOTAL

2,600.

=====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

LAWRENCE SOFORENKO

ADDRESS:

209 ANGELL STREET
PROVIDENCE, RI 02906

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

MAX KOHLENBERG

ADDRESS:

2500 HOSPITAL TRUST PLAZA
PROVIDENCE, RI 02903

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

RBS CITIZENS, N.A.

ADDRESS:

ONE CAPITAL PLAZA
PROVIDENCE, RI 02903

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

COMPENSATION 17,092.

TOTAL COMPENSATION: 17,092.
=====

RECIPIENT NAME:

RBS CITIZENS NA, ATTN: PALMIRA AZEVEDO

ADDRESS:

ONE CITIZENS PLAZA

PROVIDENCE, RI 02903

RECIPIENT'S PHONE NUMBER: 401-282-4743

FORM, INFORMATION AND MATERIALS:

NAME OF ORGANIZATION AND USE OF FUNDS

SUBMISSION DEADLINES:

NO DEADLINE: NOTICE OF APPROVAL OR REJECTION

WITHIN ONE MONTH OF SUBMISSION

RESTRICTIONS OR LIMITATIONS ON AWARDS:

SHOULD BE A CHARITABLE ORGANIZATION

=====

RECIPIENT NAME:

SEE ATTACHED STATEMENT

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNLESS SPECIFIED ON ATTACHMENT, UNRESTRICTED

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 120,300.

TOTAL GRANTS PAID:

120,300.

=====

102 CHARITABLE DEDUCTION - CURRENT INCOME

02/15/11	CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT TO PRODUCE EDUCATIONAL RESEARCH MATERIAL ON UNRWA FOR: 05-6019803 PAID TO: THE CENTER FOR NEAR EAST POLICY RESEARCH LTD. TR TRAN#=CS000288000004 TR CD=147 REG=0 PORT=PRIN	-6000.00	-6000.00	1102000022
03/21/11	CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT DISASTER RELIEF EFFORTS IN JAPAN FOR: 05-6019803 PAID TO: AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE TR TRAN#=CS000395000002 TR CD=147 REG=0 PORT=PRIN	-1000.00	-1000.00	1103000027
06/10/11	CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT SUPPORT OF ZOOBILEE FOR: 05-6019803 PAID TO: ROGER WILLIAMS PARK ZOO TR TRAN#=CS000202000001 TR CD=147 REG=0 PORT=PRIN	-2000.00	-2000.00	1106000022
07/01/11	CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT FOR: 05-6019803 PAID TO: AMERICAN FRIENDS OF THE OLD CITY CHARITIES TR TRAN#=CS000003000008 TR CD=147 REG=0 PORT=PRIN	-3500.00	-3500.00	1107000007
10/31/11	CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT SURVEILLANCE AND SECURITY SYSTEMS FOR: 05-6019803 PAID TO: AMERICAN FRIENDS OF KEDUMIM TR TRAN#=CS000511000001 TR CD=147 REG=0 PORT=PRIN	-1500.00	-1500.00	1110000033
10/31/11	CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT BLOOD DONATIONS AREA-HOLON MFA EMERGENCY MEDICAL STATION FOR: 05-6019803 PAID TO: AMERICAN FRIENDS OF MAGEN DAVID ADOM TR TRAN#=CS000511000003 TR CD=147 REG=0 PORT=PRIN	-1100.00	-1100.00	1110000034
10/31/11	CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT INTRAMURAL AND INTERSCHOLASTIC SPORTS FOR: 05-6019803 PAID TO: BARRINGTON BOOSTER CLUB TR TRAN#=CS000511000007 TR CD=147 REG=0 PORT=PRIN	-700.00	-700.00	1110000036
10/31/11	CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT MAINTAIN STRONG COLLECTIONS IN IMPORTANT SUBJECT AREAS FOR: 05-6019803 PAID TO: BROWN UNIVERSITY LIBRARY KORFF ENDOWED BOOK FUND 0-53212 TR TRAN#=CS000511000011 TR CD=147 REG=0 PORT=PRIN	-1500.00	-1500.00	1110000038
10/31/11	CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT SPEAKER SERIES	-1100.00	-1100.00	1110000039

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102 CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)				
FOR: 05-6019803 PAID TO: BROWN UNIVERSITY/TAUBMAN CENTER FOR PUBLIC POLICY TR TRAN#=CS000511000013 TR CD=147 REG=0 PORT=PRIN				
10/31/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT \$1,100 FOR NEW ENGLAND, \$2,200 FOR NY \$1,100 FOR NATIONAL FOR: 05-6019803 PAID TO: ANTI - DEFAMATION LEAGUE NE/NY TR TRAN#=CS000511000005 TR CD=147 REG=0 PORT=PRIN	-4400.00		-4400.00	1110000035
10/31/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT GREEN TECHNOLOGY AND INNOVATION FOR: 05-6019803 PAID TO: BROOKINGS INSTITUTION TR TRAN#=CS000511000009 TR CD=147 REG=0 PORT=PRIN	-700.00		-700.00	1110000037
10/31/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT \$1,500 CAPITAL CAMPAIGN, \$1,500 SHABBATON LECTURE SERIES, \$400 CALENDARS FOR: 05-6019803 PAID TO: CHABAD LUBATVITCH CENTER OF MILFORD, MA TR TRAN#=CS000511000015 TR CD=147 REG=0 PORT=PRIN	-3400.00		-3400.00	1110000040
10/31/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT FOR: 05-6019803 PAID TO: CAMP JORI - CAPITAL CAMPAIGN TR TRAN#=CS000511000017 TR CD=147 REG=0 PORT=PRIN	-2600.00		-2600.00	1110000041
10/31/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT SCHOLARSHIP ASSISTANCE FOR: 05-6019803 PAID TO: CAMP JORI - CAMPERSHIP TR TRAN#=CS000511000018 TR CD=147 REG=0 PORT=PRIN	-1500.00		-1500.00	1110000042
10/31/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT \$1,100-DIASPORA YESHIVA CHILDREN'S FOOD FD \$1,100 - METZAD CHILDREN'S FOOD FD FOR: 05-6019803 PAID TO: DIASPORA YESHIVA TORAS YISRAEL TR TRAN#=CS000511000020 TR CD=147 REG=0 PORT=PRIN	-2200.00		-2200.00	1110000043
10/31/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT \$1,700 SINGLES DEPT & \$2,600 LECTURE SERIES FOR: 05-6019803 PAID TO: JEWISH COMMUNITY CENTER ON THE HUDSON TR TRAN#=CS000511000026 TR CD=147 REG=0 PORT=PRIN	-4300.00		-4300.00	1110000046
10/31/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT GENERAL OPERATING COSTS FOR: 05-6019803 PAID TO: INVESTIGATIVE PROJECT ON TERRORISM TR TRAN#=CS000511000024 TR CD=147 REG=0 PORT=PRIN	-2600.00		-2600.00	1110000045
10/31/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT EXPANSION OF OUTREACH EFFORTS FOR: 05-6019803 PAID TO: JEWISH COMMUNITY DAY SCHOOL OF RHODE ISLAND TR TRAN#=CS000511000030 TR CD=147 REG=0 PORT=PRIN	-1700.00		-1700.00	1110000048

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102 CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)				
10/31/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT HAIFA BATTERED WOMEN'S EMERGENCY SHELTER FOR: 05-6019803 PAID TO: JEWISH COMMUNITY RELATIONS COUNCIL OF GREATER BOSTON TR TRAN#=CS000511000032 TR CD=147 REG=0 PORT=PRIN	-1100.00		-1100.00	1110000049
10/31/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT SUPPORT OF HOME CARE PROGRAM FOR: 05-6019803 PAID TO: JEWISH FAMILY SERVICE TR TRAN#=CS000511000034 TR CD=147 REG=0 PORT=PRIN	-700.00		-700.00	1110000050
10/31/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT JCC SINGLES PROGRAM FOR: 05-6019803 PAID TO: JEWISH FEDERATION OF NEW MEXICO TR TRAN#=CS000511000036 TR CD=147 REG=0 PORT=PRIN	-1100.00		-1100.00	1110000051
10/31/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT SPEAKER SERIES FOR: 05-6019803 PAID TO: JEWISH COMMUNITY CENTER ON THE HUDSON TR TRAN#=CS000511000028 TR CD=147 REG=0 PORT=PRIN	-700.00		-700.00	1110000047
10/31/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT UNDERWRITE PUBLIC POLICY FORUMS FOR: 05-6019803 PAID TO: JEWISH POLICY CENTER TR TRAN#=CS000511000038 TR CD=147 REG=0 PORT=PRIN	-1600.00		-1600.00	1110000052
10/31/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT RODMAN RIDE FOR KIDS FOR: 05-6019803 PAID TO: KENNEDY-DONOVAN CENTER, INC TR TRAN#=CS000511000040 TR CD=147 REG=0 PORT=PRIN	-2200.00		-2200.00	1110000053
10/31/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT GENERAL FUND FOR: 05-6019803 PAID TO: LUBAVITCH ON THE PALISADES TR TRAN#=CS000511000042 TR CD=147 REG=0 PORT=PRIN	-700.00		-700.00	1110000054
10/31/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT VARIOUS PROJECTS FOR: 05-6019803 PAID TO: MIDDLE EAST FORUM TR TRAN#=CS000511000044 TR CD=147 REG=0 PORT=PRIN	-2200.00		-2200.00	1110000055
10/31/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT FUND A WOODROW WILSON VISITING SCHOLAR ROBERT SHETTERLY , PORTRAIT PAINTER FOR: 05-6019803 PAID TO: MITCHELL COLLEGE TR TRAN#=CS000511000046 TR CD=147 REG=0 PORT=PRIN	-1500.00		-1500.00	1110000056
10/31/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT DIGNITY PROGRAM - SUPPORT SOLDIERS IN FINANCIAL DISTRESS	-1500.00		-1500.00	1110000057

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102	CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)				
	FOR: 05-6019803 PAID TO: NEW ENGLAND FRIENDS OF THE ISRAEL DEFENSE FORCES TR TRAN#=CS000511000048 TR CD=147 REG=0 PORT=PRIN				
10/31/11	CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT BUILDING SUPPORT FOR: 05-6019803 PAID TO: NEW ENGLAND RABBINICAL COLLEGE TR TRAN#=CS000511000050 TR CD=147 REG=0 PORT=PRIN	-1500.00		-1500.00	1110000058
10/31/11	CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT OUTREACH PROGRAM FOR: 05-6019803 PAID TO: PROVIDENCE COMMUNITY KOLLEL TR TRAN#=CS000511000052 TR CD=147 REG=0 PORT=PRIN	-1100.00		-1100.00	1110000059
10/31/11	CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT UNITY MISSION TO NEW YORK FOR: 05-6019803 PAID TO: SYNAGOGUE COUNCIL OF MASSACHUSETTS TR TRAN#=CS000511000056 TR CD=147 REG=0 PORT=PRIN	-700.00		-700.00	1110000061
10/31/11	CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT \$2,000-SPEAKER SERIES \$1,800-ANNUAL FUND FOR: 05-6019803 PAID TO: TILTON SCHOOL TR TRAN#=CS000511000058 TR CD=147 REG=0 PORT=PRIN	-3800.00		-3800.00	1110000062
10/31/11	CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT \$1,900-PROVIDENCE HEBREW DAY SCHOOL \$1,900-NEW ENGLAND ACADEMY OF TORAH FOR: 05-6019803 PAID TO: PROVIDENCE HEBREW DAY SCHOOL TR TRAN#=CS000511000054 TR CD=147 REG=0 PORT=PRIN	-3800.00		-3800.00	1110000060
10/31/11	CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT ANNUAL ALTERNATIVE BREAK PROGRAM FOR: 05-6019803 PAID TO: URI-HILLEL TR TRAN#=CS000511000062 TR CD=147 REG=0 PORT=PRIN	-1500.00		-1500.00	1110000064
10/31/11	CASH DISBURSEMENT GRANT PAYMENTS 02 - TO COVER 2011 GRANT PAYMENTS FOR: 05-6019803 PAID TO: UNITED WAY TR TRAN#=CS000511000064 TR CD=147 REG=0 PORT=PRIN	-39000.00		-39000.00	1110000065
10/31/11	CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT SUPPORT THE MUSEUM'S ANNUAL FUND FOR: 05-6019803 PAID TO: UNITED STATES HOLOCAUST MUSEUM TR TRAN#=CS000511000060 TR CD=147 REG=0 PORT=PRIN	-700.00		-700.00	1110000063
11/07/11	CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT ANTI-SEMITISM DOCUMENTATION PROJECT AND MEMRI TO MONITOR PROJECT FOR: 05-6019803 PAID TO: MEMRI-THE MIDDLE EAST TR TRAN#=CS000110000007 TR CD=147 REG=0 PORT=PRIN	-1900.00		-1900.00	1111000018
11/07/11	CASH DISBURSEMENT GRANT PAYMENTS	-1600.00		-1600.00	1111000016

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102 CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)				
02 - 2011 GRANT PAYMENT CAPITAL CAMPAIGN FOR: 05-6019803 PAID TO: BOSTON UNIVERSITY HILLEL METROPOLITAN COLLEGE TR TRAN#=CS000110000003 TR CD=147 REG=0 PORT-PRIN				
11/16/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT ESTABLISH FIRST COMPUTER SCIENCE DEPT FOR: 05-6019803 PAID TO: BOSTON UNIVERSITY HILLEL METROPOLITAN COLLEGE TR TRAN#=CS000253000018 TR CD=147 REG=0 PORT-PRIN	-1600.00		-1600.00	1111000024
11/25/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT WESTERN GALILLEE HOSPITAL FOR: 05-6019803 PAID TO: PEP ISRAEL ENDOWMENT FUNDS, INC. TR TRAN#=CS000396000001 TR CD=147 REG=0 PORT-PRIN	-700.00		-700.00	1111000033
11/25/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT FOR: 05-6019803 PAID TO: AMERICAN FRIENDS OF ZVEHIL TR TRAN#=CS000396000005 TR CD=147 REG=0 PORT-PRIN	-1500.00		-1500.00	1111000034
12/16/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT OUTREACH PROGRAM FOR: 05-6019803 PAID TO: JEWISH COMMUNITY CENTER OF GREATER BOSTON TR TRAN#=CS000300000078 TR CD=147 REG=0 PORT-PRIN	-1700.00		-1700.00	1112000035
12/16/11 CASH DISBURSEMENT GRANT PAYMENTS 02 - 2011 GRANT PAYMENT ART & WRITING PROGRAM FOR: 05-6019803 PAID TO: HOLOCAUST EDUCATION & RESOURCE CENTER OF RHODE ISLAND TR TRAN#=CS000300000082 TR CD=147 REG=0 PORT-PRIN	-4100.00		-4100.00	1112000036
TOTAL CODE 102 - CHARITABLE DEDUCTION - CURRENT INCOME	-120300.00	0.00	-120300.00	

990PF, PART VII-B LINE 2B – SECTION 4942a2 EXPLANATION STATEMENT

This question does not apply. The foundation does not have any undistributed income from prior years.

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No. 1545-0092

2011

Name of estate or trust

Employer identification number

EDWIN SOFORENKO FOUNDATION

05-6019803

Note: Form 5227 filers need to complete **only** Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS					2,272.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-30,900.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	337.
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	-28,291.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					6,603.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-16,224.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	52,563.
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	42,942.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-28,291.
14	Net long-term gain or (loss):			
a	Total for year	14a		42,942.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		14,651.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000	16	()
-----------	---	-----------	-----

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,300	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30; go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)	30		
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		



Investment Detail

1030045575 | EDWIN S. SOFORENKO FOUNDATION

10-Apr-2012 12:38 PM ET

Asset Types: Balanced Funds, Cash & Cash Equivalents, Equities, Fixed Income -Non Taxable, Fixed Income -Taxable, Other, Real Estate

Data Current as of: 31-Dec-2011

SUMMARY

Asset Type	Current Allocation	Market Value	Total Cost	Unrealized Gain/Loss
Cash & Cash Equivalents	4.205%	\$128,886.60	\$128,886.60	\$0.00
Equities	61.343%	\$1,880,192.75	\$841,675.35	\$1,038,517.40
Fixed Income -Taxable	34.452%	\$1,055,972.42	\$1,021,715.02	\$34,257.40
Totals		\$3,065,051.77	\$1,992,276.97	\$1,072,774.80

DETAIL

Asset Name	CUSIP ISIN SYMBOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
Cash & Cash Equivalents: 4.205%								
CASH - INCOME	-	3.297%	101,039.5400	1.0000		\$101,039.54	\$101,039.54	\$0.00
CASH - INVESTED INCOME	-	(3.297)%	(101,039.5400)	1.0000		(\$101,039.54)	(\$101,039.54)	\$0.00
RBS CITIZENS N.A. CASH SWEEP ACCOUNT	990110702 - PP510QGQ0 Ticker:PP510QGQ0 Asset ID:990110702	0.909%	27,847.0600	100.0000%	31-Dec-2011	\$27,847.06	\$27,847.06	\$0.00
RBS CITIZENS N.A. CASH SWEEP ACCOUNT	990110702 - PP510QGQ0 Ticker:PP510QGQ0 Asset ID:990110702	3.297%	101,039.5400	100.0000%	31-Dec-2011	\$101,039.54	\$101,039.54	\$0.00
Subtotal		4.205%				\$128,886.60	\$128,886.60	\$0.00
Equities: 61.343%								
3M CO Ticker:MMM Asset ID:88579Y101	88579Y101 US88579Y1010 - MMM	2.667%	1,000.0000	81.7300	30-Dec-2011	\$81,730.00	\$6,752.17	\$74,977.83
AMERICAN EXPRESS CO Ticker:AXP Asset ID:025816109	025816109 US0258161092 - AXP	1.000%	650.0000	47.1700	30-Dec-2011	\$30,660.50	\$14,880.28	\$15,780.22
AMERIPRISE FINL INC	03076C106 US03076C1062	0.243%	150.0000	49.6400	30-Dec-2011	\$7,446.00	\$2,446.07	\$4,999.93

Investment Detail Print

Ticker:AMP Asset ID:03076C106	- AMP								
AT & T INC Ticker:T Asset ID:00206R102	00206R102 US00206R1023 - T	0.444%	450.0000	30.2400	30-Dec-2011	\$13,608.00	\$18,918.00	(\$5,310.00)	
AUTOMATIC DATA PROCESSING INC. Ticker:ADP Asset ID:053015103	053015103 US0530151036 - ADP	1.410%	800.0000	54.0100	30-Dec-2011	\$43,208.00	\$32,709.63	\$10,498.37	
BANK OF AMERICA CORPORATION Ticker:BAC Asset ID:060505104	060505104 US0605051046 - BAC	0.272%	1,500.0000	5.5600	30-Dec-2011	\$8,340.00	\$7,809.35	\$530.65	
CHARLES SCHWAB CORP NEW Ticker:SCHW Asset ID:808513105	808513105 US8085131055 - SCHW	1.102%	3,000.0000	11.2600	30-Dec-2011	\$33,780.00	\$1,053.42	\$32,726.58	
DENTSPY INTL INC NEW Ticker:XRAY Asset ID:249030107	249030107 US2490301072 2364339 XRAY	1.884%	1,650.0000	34.9900	30-Dec-2011	\$57,733.50	\$44,516.35	\$13,217.15	
DUKE ENERGY CORP NEW Ticker:DUK Asset ID:26441C105	26441C105 US26441C1053 - DUK	1.077%	1,500.0000	22.0000	30-Dec-2011	\$33,000.00	\$24,430.59	\$8,569.41	
ECOLAB, INC. Ticker:ECL Asset ID:278865100	278865100 US2788651006 - ECL	1.415%	750.0000	57.8100	30-Dec-2011	\$43,357.50	\$18,697.50	\$24,660.00	
EXXON MOBIL CORP Ticker:XOM Asset ID:30231G102	30231G102 US30231G1022 - XOM	3.733%	1,350.0000	84.7600	30-Dec-2011	\$114,426.00	\$9,384.53	\$105,041.47	
GENERAL DYNAMICS Ticker:GD Asset ID:369550108	369550108 US3695501086 - GD	1.083%	500.0000	66.4100	30-Dec-2011	\$33,205.00	\$20,790.00	\$12,415.00	
GENERAL ELECTRIC CO Ticker:GE Asset ID:369604103	369604103 US3696041033 - GE	1.461%	2,500.0000	17.9100	30-Dec-2011	\$44,775.00	\$2,892.97	\$41,882.03	
GENERAL MILLS INC Ticker:GIS Asset ID:370334104	370334104 US3703341046 - GIS	3.757%	2,850.0000	40.4100	30-Dec-2011	\$115,168.50	\$2,758.48	\$112,410.02	
INTERNATIONAL BUSINESS MACHINES Ticker:IBM Asset ID:459200101	459200101 US4592001014 - IBM	5.429%	905.0000	183.8800	30-Dec-2011	\$166,411.40	\$10,839.12	\$155,572.28	
ISHARES MSCI	464287234	1.423%	1,150.0000	37.9400	30-Dec-2011	\$43,631.00	\$50,462.00	(\$6,831.00)	

Investment Detail Print

EMERGING MKTS Ticker:EEM Asset ID:464287234	- 2582409 EEM								
ISHARES RUSSELL MIDCAP VALUE INDEX Ticker:IWS Asset ID:464287473	464287473 US4642874733 2810490 IWS	1.274%	900.0000	43.4000	30-Dec-2011	\$39,060.00	\$40,230.00	(\$1,170.00)	
ISHARES S&P SMALL CAP INDEX FD Ticker:IJR Asset ID:464287804	464287804 US4642878049 2678869 IJR	3.008%	1,350.0000	68.3000	30-Dec-2011	\$92,205.00	\$57,222.00	\$34,983.00	
ISHARES TR MSCI EAFE IDX Ticker:EFA Asset ID:464287465	464287465 - EFA	4.040%	2,500.0000	49.5300	30-Dec-2011	\$123,825.00	\$103,325.00	\$20,500.00	
JOHNSON & JOHNSON Ticker:JNJ Asset ID:478160104	478160104 US4781601046 - JNJ	2.888%	1,350.0000	65.5800	30-Dec-2011	\$88,533.00	\$28,653.75	\$59,879.25	
JPMORGAN CHASE & CO Ticker:JPM Asset ID:46625H100	46625H100 US46625H1005 - JPM	1.519%	1,400.0000	33.2500	30-Dec-2011	\$46,550.00	\$2,276.00	\$44,274.00	
MCCORMICK & CO., INC. Ticker:MKC Asset ID:579780206	579780206 US5797802064 - MKC	0.658%	400.0000	50.4200	30-Dec-2011	\$20,168.00	\$14,555.44	\$5,612.56	
MCDONALDS CORP. Ticker:MCD Asset ID:580135101	580135101 US5801351017 - MCD	6.874%	2,100.0000	100.3300	30-Dec-2011	\$210,693.00	\$23,835.00	\$186,858.00	
MICROSOFT CORP Ticker:MSFT Asset ID:594918104	594918104 US5949181045 - MSFT	1.990%	2,350.0000	25.9600	30-Dec-2011	\$61,006.00	\$75,318.75	(\$14,312.75)	
PROCTER & GAMBLE CO Ticker:PG Asset ID:742718109	742718109 US7427181091 - PG	1.306%	600.0000	66.7100	30-Dec-2011	\$40,026.00	\$26,115.00	\$13,911.00	
SOUTHERN CO Ticker:SO Asset ID:842587107	842587107 US8425871071 - SO	2.794%	1,850.0000	46.2900	30-Dec-2011	\$85,636.50	\$54,057.00	\$31,579.50	
SPDR S&P 500 ETF TRUST Ticker:SPY Asset ID:78462F103	78462F103 US78462F1030 2840215 SPY	1.433%	350.0000	125.5000	30-Dec-2011	\$43,925.00	\$36,935.47	\$6,989.53	
SPDR S&P MIDCAP 400 ETF TR Ticker:MDY Asset ID:78467Y107	78467Y107 US78467Y1073 2550688 MDY	1.639%	315.0000	159.4900	30-Dec-2011	\$50,239.35	\$39,585.92	\$10,653.43	
SPECTRA ENERGY CORP Ticker:SE Asset	847560109 US8475601097	0.752%	750.0000	30.7500	30-Dec-2011	\$23,062.50	\$18,213.06	\$4,849.44	

Investment Detail Print

ID:847560109	-								
	SE								
TIDEWATER INC Ticker:TDW Asset ID:886423102	886423102 US886423102 - TDW	1.206%	750.0000	49.3000	30-Dec-2011	\$36,975.00	\$22,702.50	\$14,272.50	
WAL-MART STORES Ticker:WMT Asset ID:931142103	931142103 US931142103 - WMT	1.560%	800.0000	59.7600	30-Dec-2011	\$47,808.00	\$29,310.00	\$18,498.00	
Subtotal		61.343%				\$1,880,192.75	\$841,675.35	\$1,038,517.40	
Fixed Income - Taxable: 34.452%									
FED HOME LN BK 5.560% 6/06/17 Asset ID:3133XL5E9	3133XL5E9 - -	1.666%	50,000.0000	102.1390%	30-Dec-2011	\$51,069.50	\$50,000.00	\$1,069.50	
FED HOME LN BKS 4.150% 4/27/21 Asset ID:313373GW6	313373GW6 - -	1.648%	50,000.0000	101.0460%	30-Dec-2011	\$50,523.00	\$50,000.00	\$523.00	
ISRAEL ST 5.100% 5/01/14 Ticker:IS55814 Asset ID:46513EGK2	46513EGK2 - - IS55814	0.816%	25,000.0000	100.0000%	30-Dec-2011	\$25,000.00	\$25,000.00	\$0.00	
ISRAEL ST 6.550% 2/01/12 Asset ID:4651383C7	4651383C7 - -	0.816%	25,000.0000	100.0000%	30-Dec-2011	\$25,000.00	\$25,000.00	\$0.00	
ISRAEL ST FLTG RATE 1.000% 5/01/17 Ticker:IS55317 Asset ID:46513E5P3	46513E5P3 - - IS55317	0.326%	10,000.0000	100.0000%	08-May-2007	\$10,000.00	\$10,000.00	\$0.00	
JPMORGAN MORTGAGE BACKED SEC FD Ticker:OMBIX Asset ID:4812C1215	4812C1215 US4812C1215 - OMBIX	4.911%	13,181.0190	11.4200	30-Dec-2011	\$150,527.24	\$150,000.00	\$527.24	
METROPOLITAN WEST HIGH YD BD #514 Ticker:MWHIX Asset ID:592905848	592905848 US5929058486 - MWHIX	1.629%	5,085.6540	9.8200	30-Dec-2011	\$49,941.12	\$50,591.96	(\$650.84)	
TEMPLETON GLOBAL BOND ADVISOR #616 Ticker:TGBAX Asset ID:880208400	880208400 - 2068404 TGBAX	1.425%	3,530.8380	12.3700	30-Dec-2011	\$43,676.47	\$49,111.74	(\$5,435.27)	
VANGUARD ADMIRAL GNMA FD #536 Ticker:VFIJX Asset ID:922031794	922031794 - - VFIJX	5.574%	15,433.1370	11.0700	30-Dec-2011	\$170,844.83	\$157,120.83	\$13,724.00	
VANGUARD INFLATION-	922031869 -	2.103%	4,567.8750	14.1100	30-Dec-2011	\$64,452.72	\$50,082.12	\$14,370.60	

Investment Detail Print

PROTECTED SEC 119 Ticker:VIPSX Asset ID:922031869	- VIPSX							
VANGUARD INTER TERM BD IDX SS #1350 Ticker:VIBSX Asset ID:921937843	921937843 - - VIBSX	13.538%	35,253.8270	11.7700	30-Dec-2011	\$414,937.54	\$404,808.37	\$10,129.17
Subtotal		34.452%				\$1,055,972.42	\$1,021,715.02	\$34,257.40