Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation: THE LEIR FOUNDATION, INC.	A Employer identification number: 06-1466481
Number and street (or P O box number if mail is not delivered to street address): 570 LEXINGTON AVENUE, 33RD FLOOR; Room/suite	B Telephone number: 212-750-9330
City or town, state, and ZIP code: NEW YORK, NY 10022	C If exemption application is pending, check here ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 50,573,888.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	1,807,496.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	86,246.	86,246.		STATEMENT 1
	4 Dividends and interest from securities	191,080.	306,421.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,398,301.			
	b Gross sales price for all assets on line 6a 28,442,345.				
	7 Capital gain net income (from Part IV, line 2)		3,221,336.		
	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	7,875.	8,492.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	5,490,998.	3,622,495.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	196,295.	98,147.		98,148.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	36,722.	18,361.		18,361.
	16a Legal fees STMT 4	20,770.	10,385.		10,385.
	b Accounting fees STMT 5	25,619.	12,810.		12,809.
	c Other professional fees STMT 6	146,567.	146,567.		0.
	17 Interest				
	18 Taxes STMT 7	74,262.	2,733.		6,529.
	19 Depreciation and depletion				
	20 Occupancy	83,188.	41,594.		41,594.
	21 Travel, conferences, and meetings	12,286.	0.		12,286.
	22 Printing and publications				
	23 Other expenses STMT 8	74,423.	249,269.		18,194.
	24 **Total operating and administrative expenses** Add lines 13 through 23	670,132.	579,866.		218,306.
	25 Contributions, gifts, grants paid	3,697,700.			2,397,700.
	26 **Total expenses and disbursements.** Add lines 24 and 25	4,367,832.	579,866.		2,616,006.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	1,123,166.			
	b **Net investment income** (if negative, enter -0-)		3,042,629.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	131,226.	105,369.	105,369.
	2	Savings and temporary cash investments	3,670,677.	11,972,679.	11,972,679.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 10	6,438,902.	4,171,537.	4,541,432.
	c	Investments - corporate bonds STMT 11	6,181,465.	0.	0.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 12	34,128,014.	35,237,686.	33,950,308.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶ ARTWORK)	4,100.	4,100.	4,100.
	16	**Total assets** (to be completed by all filers)	50,554,384.	51,491,371.	50,573,888.
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 ▶ STATEMENT 13)	340,403.	154,224.	
	23	**Total liabilities** (add lines 17 through 22)	340,403.	154,224.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	50,213,981.	51,337,147.	STATEMENT 9
	30	**Total net assets or fund balances**	50,213,981.	51,337,147.	
	31	**Total liabilities and net assets/fund balances**	50,554,384.	51,491,371.	

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	50,213,981.
2	Enter amount from Part I, line 27a	2	1,123,166.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	51,337,147.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	51,337,147.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	28,442,345.		26,517,348.	3,221,336.

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				
b				
c				
d				
e				3,221,336.

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	3,221,336.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	3,125,975.	53,328,438.	.058617
2009	3,213,666.	45,978,112.	.069896
2008	4,128,865.	64,975,732.	.063545
2007	5,521,095.	73,709,148.	.074904
2006	4,215,141.	55,716,195.	.075654

2 **Total** of line 1, column (d)	2	.342616
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	.068523
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	52,275,461.
5 Multiply line 4 by line 3	5	3,582,071.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	30,426.
7 Add lines 5 and 6	7	3,612,497.
8 Enter qualifying distributions from Part XII, line 4	8	2,616,006.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	60,853.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3	Add lines 1 and 2		3	60,853.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5	**Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-		5	60,853.
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 73,808.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 40,000.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	113,808.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	52,955.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶	31,000. **Refunded** ▶	11	21,955.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	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.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CT			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
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 ▶ ARTHUR S. HOFFMAN Telephone no. ▶ 212-750-9330

Located at ▶ 570 LEXINGTON AVENUE, 33RD FLOOR, NEW YORK, NY ZIP+4 ▶ 10022

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

			Yes	No
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		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.

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see 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 ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 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))? ☐ 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)? — 5b: X (No)

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? SEE STATEMENT 15 ☒ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b: X (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? N/A — 7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		196,295.	16,929.	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
OFFIT CAPITAL ADVISORS LLC 485 LEXINGTON AVENUE, NEW YORK, NY 10017	INVESTMENT ADV FEE	78,446.
OSTERWEIS CAPITAL MANAGEMENT LLC ONE MARITIME PLAZA, SAN FRANCISCO, CA 94111	INVESTMENT ADV FEE	41,096.
CORNERSTONE ACCOUNTING GROUP LLP 101 EISENHOWER PARKWAY , ROSELAND, NJ 07068	AUDIT	25,619.
STATE STREET - 1345 AVENUE OF THE AMERICAS, NEW YORK , NY 10105	INVESTMENT ADV FEE	21,433.
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 NONE	0.
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 NONE	0.
2	
All other program-related investments. See instructions. 3 NONE	0.
Total. Add lines 1 through 3 ▶	0.

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14241105 133479 016650 2011.05000 THE LEIR FOUNDATION, INC. 0166501

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	41,632,437.
b	Average of monthly cash balances	1b	11,439,097.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	53,071,534.
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	53,071,534.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	796,073.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	52,275,461.
6	**Minimum investment return.** Enter 5% of line 5	6	2,613,773.

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	2,613,773.
2a	Tax on investment income for 2011 from Part VI, line 5 2a 60,853.		
b	Income tax for 2011. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	60,853.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,552,920.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,552,920.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,552,920.

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	2,616,006.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,616,006.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,616,006.

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				2,552,920.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006 1,487,031.				
b From 2007 2,104,129.				
c From 2008 894,495.				
d From 2009 914,760.				
e From 2010 465,745.				
f **Total** of lines 3a through e	5,866,160.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 2,616,006.				
a Applied to 2010, 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 2011 distributable amount				2,552,920.
e Remaining amount distributed out of corpus	63,086.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	5,929,246.			
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 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				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 2006 not applied on line 5 or line 7	1,487,031.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	4,442,215.			
10 Analysis of line 9:				
a Excess from 2007 2,104,129.				
b Excess from 2008 894,495.				
c Excess from 2009 914,760.				
d Excess from 2010 465,745.				
e Excess from 2011 63,086.				

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 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)

	Tax year	Prior 3 years			
	(a) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	**(e) Total**
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STMT F	NONE	501(C)(3)	GRANT FOR DONEE'S EXEMPT PURPOSE	2,397,700.
THE LEIR RETREAT CENTER, INC. C/O ARTHUR HOFFMAN 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY 10022		501(C)(3)	SUPPORT OF OPERATION OF PROGRAMS FOR DISADVANTAGED CHILDREN AND CONFERENCE CENTER FOR CHAR ORGANIZATIONS	1,300,000.
Total			▶ 3a	3,697,700.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	86,246.	
4 Dividends and interest from securities			14	191,080.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	3,398,301.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a OTHER INCOME - STATE					
b STREET			01	7,875.	0.
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		3,683,502.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 3,683,502.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
1	N/A

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Arthur S. Hoffman 11/12/12 ▶ PRESIDENT

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
SHARON GOODMAN	Sharon Goodman	11/12/2012		P00286108

Firm's name ▶ UHY ADVISORS NY, INC. Firm's EIN ▶ 14-1555429

Firm's address ▶ 19 WEST 44TH STREET NEW YORK, NY 10036 Phone no. 212-381-4700

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

Schedule of Contributors

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

OMB No 1545-0047

2011

Name of the organization

THE LEIR FOUNDATION, INC.

Employer identification number

06-1466481

Organization type (check one).

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
THE LEIR FOUNDATION, INC.	06-1466481

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE ESTATE OF HENRY J. LEIR 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY 10022	$ 1,807,496.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
THE LEIR FOUNDATION, INC.	06-1466481

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
THE LEIR FOUNDATION, INC.	06-1466481

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

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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	PKUO - SEE STMT A	P	VARIOUS	VARIOUS
b	PKUS - SEE STMT B	P	VARIOUS	VARIOUS
c	PKUZ - SEE STMT C	P	VARIOUS	VARIOUS
d	PKVO - SEE STMT D	P	VARIOUS	VARIOUS
e	PKVN - SEE STMT E	P	VARIOUS	VARIOUS
f	PKUR - FX CONTRACTS SOLD	P	VARIOUS	VARIOUS
g	PKUL - FX CONTRACTS SOLD	P	VARIOUS	VARIOUS
h	CAPITAL GAIN THRU ODYSSEY III (K-1)		VARIOUS	VARIOUS
i	CAPITAL GAIN THRU ODYSSEY III (K-1)		VARIOUS	VARIOUS
j	CAPITAL GAIN THRU SANKATY HIGH INCOME (K-1)		VARIOUS	VARIOUS
k	CAPITAL GAIN THRU OCA ASHMORE (K-1)		VARIOUS	VARIOUS
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	16,157,688.		14,921,989.	1,235,699.
b	1,473,970.		1,774,487.	-300,517.
c	1,984,852.		1,089,954.	894,898.
d	1,874,425.		1,792,727.	81,698.
e	6,943,426.		6,931,723.	11,703.
f	7,451.		5,975.	1,476.
g	533.		493.	40.
h				1,473,304.
i				-67,175.
j				-18,175.
k				-91,615.
l				
m				
n				
o				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				1,235,699.
b				-300,517.
c				894,898.
d				81,698.
e				11,703.
f				1,476.
g				40.
h				1,473,304.
i				-67,175.
j				-18,175.
k				-91,615.
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	3,221,336.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

123591
05-01-11

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

SOURCE	AMOUNT
BANK OF NY CHECKING	751.
STATE STREET - PKUI	50,330.
STATE STREET - PKVN	27,702.
STATE STREET - PKVO	7,463.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	86,246.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS AND INTEREST FROM OCA ASHMORE K-1	0.	0.	0.
DIVIDENDS AND INTEREST FROM SANKATY HIGH INCOME K-1	0.	0.	0.
STATE STREET - PKUI	6,913.	0.	6,913.
STATE STREET - PKUO	25,897.	0.	25,897.
STATE STREET - PKUR	1,965.	0.	1,965.
STATE STREET - PKUS	13,763.	0.	13,763.
STATE STREET - PKUZ	81,487.	0.	81,487.
STATE STREET - PKVO	61,055.	0.	61,055.
TOTAL TO FM 990-PF, PART I, LN 4	191,080.	0.	191,080.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME - STATE STREET	0.	8,492.	
OTHER INCOME - STATE STREET	7,875.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	7,875.	8,492.	

FORM 990-PF — LEGAL FEES — STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CADWALADER, WICKERSHAM & TAFT	20,770.	10,385.		10,385.
TO FM 990-PF, PG 1, LN 16A	20,770.	10,385.		10,385.

FORM 990-PF — ACCOUNTING FEES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CORNERSTONE ACCOUNTING GROUP -	25,619.	12,810.		12,809.
TO FORM 990-PF, PG 1, LN 16B	25,619.	12,810.		12,809.

FORM 990-PF — OTHER PROFESSIONAL FEES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES:	0.	0.		0.
OFFIT CAPITAL ADVISOR	78,446.	78,446.		0.
OSTERWEIS CAPITAL MANAGEMENT	41,096.	41,096.		0.
BLACKROCK INVESTMENT MGMT	5,592.	5,592.		0.
STATE STREET	21,433.	21,433.		0.
TO FORM 990-PF, PG 1, LN 16C	146,567.	146,567.		0.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	13,058.	6,529.		6,529.
FOREIGN TAX WITHHELD - REFUND	-3,796.	-3,796.		0.
FEDERAL EXCISE TAX	65,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	74,262.	2,733.		6,529.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODIAN FEES	38,034.	38,034.		0.
INSURANCE	4,507.	2,254.		2,253.
GENERAL AND ADMIN EXPENSES	31,882.	15,941.		15,941.
PORTFOLIO DEDUCT-ODYSSEY III	0.	42,900.		0.
PORTFOLIO DEDUCT-OCA ASHOMRE	0.	34,021.		0.
PORTFOLIO DEDUCT-ODYSSEY IV	0.	108,138.		0.
OTHER DEDUCTIONS - ESTATE OF HENRY J. LEIR K-1	0.	7,981.		0.
TO FORM 990-PF, PG 1, LN 23	74,423.	249,269.		18,194.

FORM 990-PF OTHER FUNDS STATEMENT 9

DESCRIPTION	(A) BEGINNING OF YEAR	(B) END OF YEAR
RE OR ACCUMULATED INCOME	50,213,981.	51,337,147.
TOTAL TO FORM 990-PF, PART II, LINE 29	50,213,981.	51,337,147.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STATE STREET - PKUS	1,417,441.	1,484,482.
STATE STREET - PKVO	2,754,096.	3,056,950.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,171,537.	4,541,432.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STATE STREET - PKVN	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	0.	0.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
STATE STREET - PKUO	COST	32,519,041.	31,424,603.
STATE STREET - PKUZ	COST	1,058,671.	1,128,226.
STATE STREET - PKUI	COST	1,659,974.	1,397,479.
TOTAL TO FORM 990-PF, PART II, LINE 13		35,237,686.	33,950,308.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 13

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DUE TO RIDGEFIELD FOUNDATION	340,403.	154,224.
TOTAL TO FORM 990-PF, PART II, LINE 22	340,403.	154,224.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ARTHUR S. HOFFMAN 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY 10022	PRES/TREAS/DIRECTOR * 40.00	154,900.	11,866.	0.
MARGOT GIBIS 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY 10022	DIRECTOR/ VICE PRESIDENT * 40.00	41,395.	5,063.	0.
STUART SILVER 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY 10022	DIRECTOR 1.00	0.	0.	0.
ANTHONY J. CERNERA 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY 10022	SECRETARY / DIRECTOR 1.00	0.	0.	0.
JEAN WAGENER 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY 10022	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		196,295.	16,929.	0.

*THE PRESIDENT AND VICE PRESIDENT ARE EMPLOYED FULL TIME BY THE FOUNDATION AND ITS AFFILIATES.

FORM 990-PF EXPENDITURE RESPONSIBILITY STATEMENT STATEMENT 15
PART VII-B, LINE 5C

GRANTEE'S NAME

CARITAS SENIORENHEIM ST. GUNTER

GRANTEE'S ADDRESS

GEYERSBERGER STRASSE 36
FREYUNG, BAYERN, GERMANY, 94078

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
5,000.	08/19/11	5,000.

PURPOSE OF GRANT

SUPPORT OF WORKSHOPS AND ACTIVITIES FOR THE ELDERLY.

RESULTS OF VERIFICATION

TO THE KNOWLEDGE OF THE FOUNDATION, AND BASED UPON INFORMATION PROVIDED BY THE GRANTEE, NO PART OF THE GRANT HAS BEEN USED FOR OTHER THAN ITS INTENDED PURPOSE.

GRANTEE'S NAME

FINSTERAU FIRE DEPARTMENT

GRANTEE'S ADDRESS

MUSEUMSTRASSE 43
MAUTH, GERMANY, 94151

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
20,000.	09/20/11	20,000.

PURPOSE OF GRANT

IMPROVEMENT OF STRUCTURE OF FIRE HOUSE AND EQUIPMENT.

RESULTS OF VERIFICATION

TO THE KNOWLEDGE OF THE FOUNDATION, AND BASED UPON INFORMATION PROVIDED BY THE GRANTEE, NO PART OF THE GRANT HAS BEEN USED FOR OTHER THAN ITS INTENDED PURPOSE.

GRANTEE'S NAME

SV FINSTERAU 1957 E.V.

GRANTEE'S ADDRESS

AUENWEG 1
MAUTH, GERMANY, 94151

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
10,000.	01/14/11	10,000.

PURPOSE OF GRANT

SUPPORT OF IPC BIATHALON & CROSS-COUNTRY SKIING WORLD CUP FINALS.

RESULTS OF VERIFICATION

TO THE KNOWLEDGE OF THE FOUNDATION, AND BASED UPON INFORMATION PROVIDED BY THE GRANTEE, NO PART OF THE GRANT HAS BEEN USED FOR OTHER THAN ITS INTENDED PURPOSE.

GRANTEE'S NAME

THE LEIR RETREAT CENTER

GRANTEE'S ADDRESS

570 LEXINGTON AVE
NEW YORK, NY 10022

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
1,300,000.	07/01/11	1,273,568.

PURPOSE OF GRANT

SUPPORT FOR OPERATIONS AS A HOME FOR DISADVANTAGED CHILDREN AND CONFERENCE CENTER FOR CHARITABLE ORGANIZATIONS.

RESULTS OF VERIFICATION

TO THE KNOWLEDGE OF THE FOUNDATION, AND BASED UPON INFORMATION PROVIDED BY THE GRANTEE, NO PART OF THE GRANT HAS BEEN USED FOR OTHER THAN ITS INTENDED PURPOSE.

GRANTEE'S NAME

GEORGIAN FOUNDATION

GRANTEE'S ADDRESS

40 UVERDALE ROAD
LONDON , UNITED KINGDOM, SW10, OSR

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
20,000.	10/17/11	20,000.

PURPOSE OF GRANT

SUPPORT OF DAY CARE CENTER FOR CHILDREN.

THE LEIR FOUNDATION, INC. 06-1466481

2011

PART IV - LINE 1A - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Fund	Security Description	Trade Date	Shrs	BASE - USD Sell Net Proceeds: (Net Amt - Interest)	Buy Trd Dt	Shares/Par	ID Cost Base	Security Gain Loss Type	Security Gain Loss: Base
PKUO	BRIGADE LE	110930	750.00	885732.01	110708	750	896957.09	S	(11,225.08)
PKUO	ROBECO SA	110101	1706.23	2500000.00	041001	1706.234	1836135.83	L	663,864.17
PKUO	ROBECO SA	110101	2.87	3230.72	041001	2.87	3088.50	L	142.22
PKUO	ROBECO SA	110401	0.88	994.00	041001	0.877	943.77	L	50.23
PKUO	ROBECO SA	110701	1.45	1691.17	041001	1.446	1556.09	L	135.08
PKUO	ROBECO SA	110930	1606.29	2227884.49	041001	1606.285	1728577.34	L	499,307.15
PKUO	TAG RELATI	110114	4000000.00	4000000.00	041001	4000000	4000000.00	L	-
PKUO	VANGUARD :	110310	619143.48	6538155.18	090917	596148.56	6211868.00	L	83,460.79
PKUO	VANGUARD SHORT TERM BOND INDEX				090930	437.208	4573.20	L	43.72
PKUO	VANGUARD SHORT TERM BOND INDEX				091030	1342.854	14073.11	L	107.43
PKUO	VANGUARD SHORT TERM BOND INDEX				091130	1255.048	13253.31	L	-
PKUO	VANGUARD SHORT TERM BOND INDEX				091223	57.283	599.18	L	5.73
PKUO	VANGUARD SHORT TERM BOND INDEX				091230	1298.962	13535.18	L	181.86
PKUO	VANGUARD SHORT TERM BOND INDEX				100129	1259.015	13244.84	L	50.36
PKUO	VANGUARD SHORT TERM BOND INDEX				100226	1124.088	11825.41	L	44.96
PKUO	VANGUARD SHORT TERM BOND INDEX				100330	1234.853	12928.91	S	111.14
PKUO	VANGUARD SHORT TERM BOND INDEX				100330	172.757	1808.77	S	15.54
PKUO	VANGUARD SHORT TERM BOND INDEX				100330	230.343	2411.69	S	20.73
PKUO	VANGUARD SHORT TERM BOND INDEX				100430	1188.527	12491.42	S	59.43
PKUO	VANGUARD SHORT TERM BOND INDEX				100528	1215.205	12796.11	S	36.45
PKUO	VANGUARD SHORT TERM BOND INDEX				100630	1142.887	12114.60	S	(45.71)
PKUO	VANGUARD SHORT TERM BOND INDEX				100730	1154.386	12305.75	S	(115.43)
PKUO	VANGUARD SHORT TERM BOND INDEX				100831	1118.367	11966.53	S	(156.57)
PKUO	VANGUARD SHORT TERM BOND INDEX				100930	1070.369	11463.65	S	(160.55)
PKUO	VANGUARD SHORT TERM BOND INDEX				101029	1096.168	11772.84	S	(197.31)
PKUO	VANGUARD SHORT TERM BOND INDEX				101130	1060.65	11327.74	S	(127.28)
PKUO	VANGUARD SHORT TERM BOND INDEX				101223	815.813	8590.51	S	24.48
PKUO	VANGUARD SHORT TERM BOND INDEX				101223	1515.081	15953.80	S	45.46
PKUO	VANGUARD SHORT TERM BOND INDEX				101231	1107.822	11687.52	S	11.08
PKUO	VANGUARD SHORT TERM BOND INDEX				110131	1098.72	11613.47	S	(10.99)
PKUO	VANGUARD SHORT TERM BOND INDEX				110228	998.517	10524.37	S	19.95
				16,157,687.57			14,921,988.53		1,235,699.04

THE LEIR FOUNDATION, INC. 06-1466481
2011
PART IV - LINE 1B - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Fund	Security Description	Trade Date	Shrs	BASE - USD Sell Net Proceeds: (Net Amt - Interest)	Buy Trd Dt	Shares/Par	ID Cost Base	Security Gain Loss : Type	Security Gain Loss: Base
PKUS	EII REALTY S	110301	353470.12	1473970 39	071004	110918.88	750920 82	L	(288,389.09)
PKUS	EII REALTY SECURITIES FUND				071227	242551 238	1023566.22	L	(12,127 56)
				1,473,970 39			1,774,487.04		(300,516 65)

THE LEIR FOUNDATION, INC. 06-1466481

2011

PART IV - LINE 1C - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Fund	Security Description	Trade Date	Shrs	BASE - USD Sell Net Proceeds: (Net Amt - Interest)	Buy Trd Dt	Shares/Par	ID Cost Base	Security Gain Loss : Type	Security Gain Loss: Base
PKUZ	EII INTERNA'	110301	107989.75	1984851.66	060201	107989.753	1089953.60	L	894,898.06
				1,984,851.66			1,089,953.60		894,898.06

THE LEIR FOUNDATION, INC. 06-1466481

2011

PART IV - LINE 1D - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Fund	Security Description	Trade Date	Shrs	BASE - USD Sell Net Proceeds: (Net Amt - Interest)	Buy Trd Dt	Shares/Par	ID Cost Base	Security Gain Loss: Type	Security Gain Loss: Base
PKVO	AGILENT TE(	110308	540.00	24812.52	090831	540	13869.14	L	10,943.38
PKVO	AGILENT TE(	110414	460.00	21107.61	090831	460	11814.46	L	9,293.15
PKVO	AGILENT TE(	110614	335.00	16430.83	090831	335	8604.00	L	7,826.83
PKVO	AGILENT TE(	110615	290.00	13922.54	090831	185	4751.47	L	4,130.15
PKVO	AGILENT TECHNOLOGIES INC				091112	105	2890.57	L	2,150.35
PKVO	AGILENT TE(	110617	240.00	11505.56	091112	240	6607.01	L	4,898.55
PKVO	AGILENT TE(	110620	215.00	10296.82	091112	215	5918.78	L	4,378.04
PKVO	AGILENT TE(	110810	1730.00	56914.34	091112	1730	47625.51	L	9,288.83
PKVO	APACHE COI	110808	275.00	27176.35	100721	275	24140.77	L	3,035.58
PKVO	AVERY DENI	110808	765.00	20459.30	091222	765	28352.58	L	(7,893.28)
PKVO	AVERY DENI	110809	1135.00	29920.40	091222	835	30946.94	L	(8,935.02)
PKVO	AVERY DENNISON CORP				100201	300	10102.08	L	(2,193.60)
PKVO	AVERY DENI	110809	105.00	2739.39	100201	105	3535.73	L	(796.34)
PKVO	AVERY DENI	110810	310.00	8125.81	100201	310	10438.81	L	(2,313.00)
PKVO	BAYER AG S	111017	175.00	10554.92	090901	175	10616.43	L	(61.51)
PKVO	CA INC	110609	1075.00	23650.29	100406	1075	25079.96	L	(1,429.67)
PKVO	CA INC	110610	1030.00	22282.59	100406	1030	24030.11	L	(1,747.52)
PKVO	CA INC	110613	690.00	14807.39	100406	690	16097.84	L	(1,290.45)
PKVO	CA INC	110614	760.00	16442.05	100406	760	17730.95	L	(1,288.90)
PKVO	CITIGROUP I	110509	1890.00	8221.50	101206	1890	8221.50	S	-
PKVO	CITIGROUP I	110509	16185.00	74611.23	101207	16185	74611.23	S	-
PKVO	CITIGROUP I	110509	7315.00	36574.27	110107	7315	36574.27	S	-
PKVO	CITIGROUP I	111110	3284.00	95264.70	101206	189	8221.50	S	(2,738.85)
PKVO	CITIGROUP INC				101207	1618.5	74611.23	S	(27,660.59)
PKVO	CITIGROUP INC				110107	731.5	36574.27	S	(15,354.38)
PKVO	CITIGROUP INC				110714	415	16285.02	S	(4,246.39)
PKVO	CITIGROUP INC				110715	330	13102.29	S	(3,529.40)
PKVO	COMPUTER	110426	55.00	2731.48	101227	55	2710.77	S	20.71
PKVO	COMPUTER	110427	120.00	6013.49	101227	120	5914.42	S	99.07
PKVO	COMPUTER	110808	1525.00	47766.66	101227	30	1478.60	S	(538.93)
PKVO	COMPUTER SCIENCES CORP				101228	190	9389.99	S	(3,438.73)
PKVO	COMPUTER SCIENCES CORP				101230	455	22534.15	S	(8,282.46)
PKVO	COMPUTER SCIENCES CORP				110107	210	10906.16	S	(4,328.46)
PKVO	COMPUTER SCIENCES CORP				110110	375	19494.08	S	(7,748.18)

THE LEIR FOUNDATION, INC. 06-1466481

2011

PART IV - LINE 1D - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

PKVO	COMPUTER SCIENCES CORP			110111	190	9844.34	S	(3,893.08)
PKVO	COMPUTER SCIENCES CORP			110112	75	3941.62	S	(1,592.44)
PKVO	COMPUTER 110809	575.00	17911.19	110112	55	2890.52	S	(1,177.28)
PKVO	COMPUTER SCIENCES CORP			110113	250	13157.25	S	(5,369.78)
PKVO	COMPUTER SCIENCES CORP			110114	140	7441.10	S	(3,080.11)
PKVO	COMPUTER SCIENCES CORP			110118	130	6999.99	S	(2,950.50)
PKVO	COMPUTER 110810	400.00	10849.83	110118	5	269.23	S	(133.61)
PKVO	COMPUTER SCIENCES CORP			110119	140	7468.09	S	(3,670.65)
PKVO	COMPUTER SCIENCES CORP			110617	255	9801.18	S	(2,884.41)
PKVO	COMPUWAR 110120	305.00	3586.85	100203	200	1500.74	S	851.29
PKVO	COMPUWARE CORP			100204	105	769.33	S	465.49
PKVO	COMPUWAR 110121	345.00	3990.85	100204	345	2527.82	S	1,463.03
PKVO	COMPUWAR 110225	1080.00	11956.44	100204	860	6301.22	L	3,219.65
PKVO	COMPUWARE CORP			100205	220	1593.86	L	841.71
PKVO	COMPUWAR 110426	155.00	1737.29	100205	155	1122.94	L	614.35
PKVO	COMPUWAR 110427	845.00	9450.46	100205	845	6121.86	L	3,328.60
PKVO	COMPUWAR 110428	530.00	5944.41	100205	250	1811.20	L	992.77
PKVO	COMPUWARE CORP			100208	280	2023.06	L	1,117.38
PKVO	CROWN HOL 110308	450.00	17456.65	090831	450	11146.50	L	6,310.15
PKVO	DIAGEO PLC 110208	160.00	12866.36	090831	160	9934.16	L	2,932.20
PKVO	DIAGEO PLC 110209	265.00	21340.04	090831	255	15832.57	L	4,702.19
PKVO	DIAGEO PLC SPONSORED ADR			090924	10	621.28	L	184.00
PKVO	DOLLAR GEI 110308	100000.00	107625.00	100902	100000	110000.00	S	(2,375.00)
PKVO	DOLLAR GEI 110331	10000.00	10720.00	100902	10000	11000.00	S	(280.00)
PKVO	DOLLAR GEI 110715	90000.00	94781.70	100902	90000	99000.00	S	(4,218.30)
PKVO	FMC CORP 110105	130.00	10111.65	091120	130	7288.32	L	2,823.33
PKVO	FMC CORP 110106	95.00	7389.42	091120	95	5326.08	L	2,063.34
PKVO	FMC CORP 110111	325.00	24970.30	091120	325	18220.80	L	6,749.50
PKVO	HEWLETT P/ 110926	1920.00	43698.54	101129	1380	58863.76	S	(27,455.43)
PKVO	HEWLETT PACKARD CO			101202	475	20345.44	S	(9,534.60)
PKVO	HEWLETT PACKARD CO			110113	65	2965.15	S	(1,485.78)
PKVO	HONEYWELL 110114	50.00	2728.26	100423	50	2373.78	S	354.48
PKVO	HONEYWELL 110120	265.00	14480.70	100423	265	12581.01	S	1,899.69
PKVO	HONEYWELL 110121	875.00	47783.97	100423	875	41541.06	S	6,242.91
PKVO	MEDTRONIC 111215	1400.00	49720.04	110128	1400	54070.24	S	(4,350.20)
PKVO	MEDTRONIC 111216	280.00	9886.72	110128	280	10814.05	S	(927.33)
PKVO	MICROSOFT 110812	1415.00	35443.22	101202	1415	37819.41	S	(2,376.19)

THE LEIR FOUNDATION, INC. 06-1466481

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PART IV - LINE 1D - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

PKVO	MICROSOFT 110819	3780.00	92278.23 101202	3105	82988.89 S		(7,188.92)
PKVO	MICROSOFT CORP		110113	675	19023.39 S		(2,545.13)
PKVO	NALCO HOLI 110428	570.00	16444.98 090831	570	10155.06 L		6,289.92
PKVO	NALCO HOLI 110429	1040.00	30100.04 090831	565	10065.99 L		6,286.44
PKVO	NALCO HOLDING CO		090924	475	9405.00 L		4,342.61
PKVO	NALCO HOLI 110502	425.00	12359.10 090924	425	8415.00 L		3,944.10
PKVO	NALCO HOLI 110503	310.00	8933.52 090924	310	6138.00 L		2,795.52
PKVO	NESTLE SA ! 110209	1040.00	54875.06 091112	1040	48758.01 L		6,117.05
PKVO	QUALCOMM 110127	1290.00	70665 74 100722	1290	50337.09 S		20,328.65
PKVO	REGAL ENTE 110909	3285.00	40357.74 110208	300	3913.62 S		(227.98)
PKVO	REGAL ENTERTAINMENT GROUP A		110209	495	6475.49 S		(394.19)
PKVO	REGAL ENTERTAINMENT GROUP A		110308	255	3490.67 S		(357.88)
PKVO	REGAL ENTERTAINMENT GROUP A		110310	280	3821.33 S		(381.40)
PKVO	REGAL ENTERTAINMENT GROUP A		110314	1235	16788.84 S		(1,616.30)
PKVO	REGAL ENTERTAINMENT GROUP A		110315	580	7873.50 S		(747.93)
PKVO	REGAL ENTERTAINMENT GROUP A		110317	140	1908.72 S		(188.75)
PKVO	REGAL ENTE 110927	1450.00	18473.66 110317	565	7703.04 S		(504.68)
PKVO	REGAL ENTERTAINMENT GROUP A		110318	340	4643.96 S		(312.21)
PKVO	REGAL ENTERTAINMENT GROUP A		110322	545	7456.42 S		(512.87)
PKVO	REGAL ENTE 111004	1380.00	16552.78 110323	595	8033.21 S		(896.32)
PKVO	REGAL ENTERTAINMENT GROUP A		110322	300	4104.45 S		(506.02)
PKVO	REGAL ENTERTAINMENT GROUP A		110324	310	4247.31 S		(528.93)
PKVO	REGAL ENTERTAINMENT GROUP A		110325	175	2414.83 S		(315.75)
PKVO	TARGA RES(110428	225.00	8057.54 101206	225	4950.00 S		3,107.54
PKVO	TARGA RES(110429	645.00	22704.21 101206	645	14190.00 S		8,514.21
PKVO	TARGA RES(110502	365.00	12519.98 101206	365	8030.00 S		4,489.98
PKVO	TRANSATLAI 110812	220.00	10977.12 090831	55	2686.84 L		57.44
PKVO	TRANSATLANTIC HOLDINGS INC		091112	165	8834.30 L		(601.46)
PKVO	TRANSATLAI 110815	115.00	5860.28 091112	115	6157.24 L		(296.96)
PKVO	TRANSATLAI 110815	105.00	5356.65 091112	105	5621.83 L		(265.18)
PKVO	TRANSATLAI 111104	210.00	11302.93 091112	210	11243.65 L		59.28
PKVO	VALEANT PH 110225	960.00	38710.48 090831	960	13981.32 L		24,729.16
PKVO	VALEANT PH 110622	335.00	17302.08 090831	335	4878.90 L		12,423.18
PKVO	VALEANT PH 110623	950.00	48739.38 090831	950	13835 68 L		34,903.70
PKVO	VALEANT PH 110627	150.00	7581.29 090831	150	2184.58 L		5,396.71
PKVO	VALEANT PH 110906	195.00	8401.85 090831	195	2839.96 L		5,561.89
PKVO	VALEANT PH 110907	555.00	24441.23 090831	555	8082.95 L		16,358.28

THE LEIR FOUNDATION, INC. 06-1466481

2011

PART IV - LINE 1D - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

PKVO	WEBSENSE 110316	545.00	12347.55	090831	545	8307.22	L	4,040.33
PKVO	WILLIAMS C(110808	480.00	12201.98	100106	480	10726.13	L	1,475.85
PKVO	WILLIAMS C(110922	3100.00	77452.63	100106	1930	43127.97	L	5,092.54
PKVO	WILLIAMS COS INC			100107	1170	26160.85	L	3,071.27
PKVO	WILLIAMS C(110923	430.00	10665.25	100107	430	9614.67	L	1,050.58
			1,874,425.21			1,792,727.49		81,697.72

THE LEIR FOUNDATION, INC. 06-1466481
2011
PART IV - LINE 1E - GAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Fund	Security Description	Trade Date	Shrs	BASE - USD Sell Net Proceeds: (Net Amt - Interest)	Buy Trd Dt	Buy Lot	Shares/Par	ID Cost Base	Security Gain Loss: Type	Security Gain Loss: Base
PKVN	ACE INA HOI	110301	20000.00	22290.40	091002	84	20000	21952.80	L	337.60
PKVN	ACE INA HOI	110301	5000.00	5548.85	100216	228	5000	5436.70	L	112.15
PKVN	ALLSTATE LI	110301	25000.00	27106.75	091203	156	25000	27048.00	L	58.75
PKVN	AMERICA MC	110301	30000.00	32830.20	091020	104	30000	31782.00	L	1,048.20
PKVN	AMER EXPRI	110301	30000.00	32547.00	091201	154	30000	31980.60	L	566.40
PKVN	BANK OF AM	110301	25000.00	26375.50	100218	231	25000	26860.50	L	(485.00)
PKVN	BANK OF AM	110301	25000.00	25281.25	110126	512	25000	25000.00	S	281.25
PKVN	BERKSHIRE	110301	30000.00	32183.10	100217	230	30000	32024.40	L	158.70
PKVN	CVS CAREM.	110301	30000.00	30669.00	090902	4	30000	32216.40	L	(1,547.40)
PKVN	CANADIAN II	110301	10000.00	9977.30	100907	427	10000	9988.60	S	(11.30)
PKVN	CANADIAN N	110301	25000.00	26646.25	090929	61	25000	26294.75	L	351.50
PKVN	CAPITAL ONI	110301	30000.00	30981.60	100701	324	30000	31170.60	S	(189.00)
PKVN	CITIGROUP I	110301	15000.00	16319.85	090925	57	15000	15028.50	L	1,291.35
PKVN	CITIGROUP I	110301	10000.00	10442.80	101201	480	10000	10197.76	S	245.04
PKVN	CITIGROUP I	110301	30000.00	30022.50	110209	533	30000	30000.00	S	22.50
PKVN	CITIBANK NA	110301	70000.00	70480.90	090930	71	70000	69869.87	L	611.03
PKVN	COCA COLA	110127	20000.00	19229.60	101104	470	20000	19954.00	S	(724.40)
PKVN	COMCAST C	110301	55000.00	60079.25	090917	40	10000	10710.30	L	213.20
PKVN	COMCAST CORP				091208	162	45000	48499.65	L	656.10
PKVN	CONSOLIDA	110301	35000.00	38181.50	091027	110	35000	37069.20	L	1,112.30
PKVN	DR PEPPER	110301	15000.00	14947.65	110106	501	15000	14983.35	S	(35.70)
PKVN	DUKE ENER(	110224	20000.00	20393.40	100322	259	20000	19989.00	S	404.40
PKVN	EBAY INC	110125	15000.00	14856.30	101021	453	15000	14968.95	S	(112.65)
PKVN	EKSPORTFII	110301	25000.00	25372.50	100323	261	25000	24927.50	S	445.00
PKVN	FED HM LN F	110301	130162.20	136833.02	091026	123	121146.67	126882.21	L	473.23
PKVN	FED HM LN PC POOL G11720				100120	221	9015.53	9474.77	L	2.81
PKVN	FED HM LN F	110315	3906.78	3906.78	100120	221	3906.78	4105.79	L	(199.01)
PKVN	FED HM LN F	110101	5551.03	5551.03	091026	123	5015.99	5253.47	L	(237.48)
PKVN	FED HM LN PC POOL G11720				100120	221	535.04	562.29	S	(27.25)
PKVN	FED HM LN F	110201	4758.44	4758.44	091026	123	4299.8	4503.37	L	(203.57)
PKVN	FED HM LN PC POOL G11720				100120	221	458.64	482.00	L	(23.36)
PKVN	FED HM LN F	110301	75383.27	81084.14	100120	226	75383.27	80612.99	L	471.15
PKVN	FED HM LN F	110315	2224.63	2224.63	100120	226	2224.63	2378.96	L	(154.33)

THE LEIR FOUNDATION, INC. 06-1466481

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PART IV - LINE 1E - GAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

PKVN	FED HM LN F	110101	3884.73	3884.73	100120	226	3884.73	4154 23	S	(269.50)
PKVN	FED HM LN F	110201	3138.58	3138.58	100120	226	3138.58	3356.32	L	(217.74)
PKVN	FREDDIE MA	110301	80000.00	83824.64	090930	66	80000	81300.08	L	2,524.56
PKVN	FREDDIE MA	110301	80000.00	81981.84	090901	2	80000	80944.40	L	1,037.44
PKVN	FANNIE MAE	110301	80000.00	83305.76	091123	136	80000	81739.04	L	1,566.72
PKVN	FANNIE MAE	110301	180000.00	183350.88	091124	147	180000	182196.00	L	1,154.88
PKVN	FANNIE MAE	110301	80000.00	83717.60	090930	63	80000	81144.08	L	2,573.52
PKVN	FNMA POOL	110301	115063.19	119989.34	100526	315	115063.19	120960.17	S	(970.83)
PKVN	FNMA POOL	110325	3568.62	3568.62	100526	315	3568.62	3751.51	S	(182.89)
PKVN	FNMA POOL	110101	5534.41	5534.41	100526	315	5534.41	5818.05	S	(283.64)
PKVN	FNMA POOL	110201	3656.53	3656.53	100526	315	3656.53	3843.93	S	(187.40)
PKVN	FNMA POOL	110301	181973.20	193858.33	100122	224	181973.2	193801.44	L	56.89
PKVN	FNMA POOL	110325	4790.92	4790.92	100122	224	4790.92	5102.33	L	(311.41)
PKVN	FNMA POOL	110101	6022.33	6022.33	100122	224	6022.33	6413.78	S	(391.45)
PKVN	FNMA POOL	110201	5326.12	5326.12	100122	224	5326.12	5672.32	L	(346.20)
PKVN	FLORIDA PO	110302	40000.00	42630.80	091224	172	40000	42734.80	L	(104.00)
PKVN	FRANCE TEL	110301	30000.00	32303.40	090923	52	30000	31409.40	L	894.00
PKVN	FRANCE TEL	110224	15000.00	14604.75	100907	425	15000	14920.20	S	(315.45)
PKVN	GENERAL EL	110301	55000.00	58918.75	090911	20	20000	21247.00	L	178.00
PKVN	GENERAL ELECTRIC CO				100209	212	35000	37438.10	L	55.65
PKVN	GENERAL EL	110224	25000.00	24172.25	101104	469	25000	25022.25	S	(850.00)
PKVN	GENERAL EL	110301	35000.00	35687.75	090929	68	35000	35522.20	L	165.55
PKVN	GENERAL EL	110301	95000.00	97437.70	090929	69	95000	95409.45	L	2,028.25
PKVN	GENERAL EL	110301	80000.00	81785.60	090916	37	80000	80261.60	L	1,524.00
PKVN	GENERAL MI	110301	65000.00	69550.65	090914	24	65000	70911.75	L	(1,361.10)
PKVN	GOLDMAN S.	110301	15000.00	15262.50	100721	350	15000	14982.30	S	280.20
PKVN	GOLDMAN S.	110301	50000.00	53303.00	091203	155	50000	52916.45	L	386.55
PKVN	GOLDMAN S.	110301	20000.00	20857.60	091201	152	20000	21365.40	L	(507.80)
PKVN	GOLDMAN S.	110301	35000.00	35122.50	110202	524	35000	35000.00	S	122.50
PKVN	GOLDMAN S.	110301	80000.00	80414.40	090917	41	80000	80685.60	L	(271.20)
PKVN	JPMORGAN (	110301	80000.00	85472.00	090916	30	80000	84828.80	L	643.20
PKVN	JPMORGAN (	110209	45000.00	46224.00	090915	28	45000	44904.60	L	1,319.40
PKVN	JPMORGAN (	110301	80000.00	81799.20	090917	42	80000	80940.80	L	858.40
PKVN	JPMORGAN (	110301	80000.00	81838.40	100525	300	80000	81772.32	S	66.08
PKVN	KELLOGG C(	110301	25000.00	26471.75	090921	48	25000	26383.00	L	88.75
PKVN	KRAFT FOOI	110125	20000.00	21807.40	090918	47	20000	21593.40	L	214.00
PKVN	LINCOLN NA	110301	35000.00	36346.80	090929	60	35000	36837.50	L	(490.70)

THE LEIR FOUNDATION, INC. 06-1466481

2011

PART IV - LINE 1E - GAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

PKVN	MANULIFE FI	110301	20000.00	20084.20	100914	432	20000	19970.80	S	113.40
PKVN	METLIFE INC	110301	40000.00	42847.20	090908	15	40000	42377.40	L	469.80
PKVN	METLIFE INC	110301	35000.00	37855.65	091203	157	35000	37494.10	L	361.55
PKVN	MICROSOFT	110203	15000.00	14534.40	100922	440	15000	14934.15	S	(399.75)
PKVN	MIDAMERIC/	110301	20000.00	21430.20	100714	342	20000	21711.40	S	(281.20)
PKVN	MORGAN ST	110301	55000.00	55372.35	090909	14	55000	58632.75	L	(3,260.40)
PKVN	MORGAN ST	110120	45000.00	48064.05	090916	31	45000	47256.75	L	807.30
PKVN	MORGAN ST	110301	100000.00	101410.40	110120	508	100000	100000.00	S	1,410.40
PKVN	NORTHROP ·	110215	30000.00	30000.00	100108	182	30000	31978.20	L	(1,978.20)
PKVN	PHILIP MORI	110302	35000.00	37746.45	090930	78	35000	37267.65	L	478.80
PKVN	PRUDENTIAL	110301	20000.00	20637.40	091208	164	20000	21126.00	L	(488.60)
PKVN	PRUDENTIAL	110301	15000.00	15501.75	090910	19	15000	14997.45	L	504.30
PKVN	RIO TINTO FI	110301	15000.00	14429.25	101028	459	15000	14987.85	S	(558.60)
PKVN	ROGERS CO	110301	55000.00	61865.10	090904	7	35000	38617.32	L	751.38
PKVN	ROGERS COMMUNICATIONS IN				100113	189	20000	22328.80	L	167.60
PKVN	AT+T INC	110202	45000.00	47274.75	090909	12	45000	48536.10	L	(1,261.35)
PKVN	SHELL INTEI	110301	20000.00	21417.60	091124	141	20000	21154.60	L	263.00
PKVN	STATE STRE	110301	80000.00	81641.60	090916	35	80000	81024.80	L	616.80
PKVN	THOMSON R	110302	25000.00	27326.75	090922	50	25000	26638.75	L	688.00
PKVN	TIME WARNI	110301	85000.00	89805.90	090914	22	85000	90916.85	L	(1,110.95)
PKVN	TYCO INTER	110301	25000.00	26532.75	090930	80	15000	15121.95	L	797.70
PKVN	TYCO INTERNATIONAL FINAN				100219	234	10000	10395.20	L	217.90
PKVN	US CENTRAI	110301	90000.00	90560.70	091014	99	90000	89954.10	L	606.60
PKVN	US BANCORI	110301	80000.00	81366.40	091112	125	80000	81000.00	L	366.40
PKVN	US TREASUI	110301	100000.00	101421.54	090930	75	100000	99847.66	L	1,573.88
PKVN	US TREASUI	110128	240000.00	241302.32	090930	77	20000	20019.53	L	89.00
PKVN	US TREASURY N/B				091009	95	220000	220171.88	L	1,021.91
PKVN	US TREASUI	110301	580000.00	582830.09	091009	95	580000	580453.12	L	2,376.97
PKVN	US TREASUI	110128	175000.00	176079.49	100315	255	175000	174774.41	S	1,305.08
PKVN	US TREASUI	110131	125000.00	126029.85	100524	298	125000	125610.35	S	419.50
PKVN	US TREASUI	110301	280000.00	282230.31	100524	298	280000	281367.19	S	863.12
PKVN	US TREASUI	110301	230000.00	231778.14	100630	322	230000	230817.58	S	960.56
PKVN	US TREASUI	110301	240000.00	239146.07	100805	358	190000	191387.89	S	(2,063.92)
PKVN	US TREASURY N/B				100811	370	50000	50765.63	S	(943.53)
PKVN	US TREASUI	110301	265000.00	257183.68	100930	443	205000	204887.89	S	(5,934.48)
PKVN	US TREASURY N/B				101026	455	60000	60082.03	S	(1,851.76)
PKVN	US TREASUI	110224	25000.00	24210.85	101130	478	25000	24887.70	S	(676.85)

THE LEIR FOUNDATION, INC. 06-1466481

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PART IV - LINE 1E - GAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

PKVN	US TREASUF	110301	145000.00	143872.37	101229	494	145000	143420.21	S	452.16
PKVN	US TREASUF	110301	545000.00	545104.62	110128	516	420000	420132.66	S	(52.04)
PKVN	US TREASURY N/B				110131	519	125000	125142.02	S	(118.02)
PKVN	VERIZON CC	110215	40000.00	40000.00	100519	296	40000	41230.80	S	(1,230.80)
PKVN	VERIZON CC	110301	55000.00	58463.90	091001	83	55000	58107.50	L	356.40
PKVN	VODAFONE (	110301	15000.00	15639.30	090916	32	15000	16046.10	L	(406.80)
PKVN	WELLS FAR(	110301	80000.00	81782.40	090916	34	80000	80933.60	L	848.80
PKVN	WYETH LLC	110301	40000.00	43562.40	090903	6	40000	43720.40	L	(158.00)
				6,943,425.50				6,931,723.00		11,702.50

THE LEIR FOUNDATION, INC 06-1466481
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PART XV - LINE 3a - GRANDS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME	RECIPIENT ADDRESS	If recipient is an individual, show any relationship to any foundation manager of substantial contributor	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTIONS	AMOUNT
American - Israel Cultural Foundation	1140 Broadway Suite 304, New York NY 10001	N/A	Public	Museums & cultural	12,000
Bennington College	One College Drive, Bennington, VT 05201-6001	N/A	Public	Education	25,000
Bronx Veterans Medical Research Foundation, Inc	130 West Kingsbridge Road, Bronx, NY 10468	N/A	Public	Medical research	60,000
Caritas Seniorenheim St Gunter	Geyersberger Strasse 36, 94078 Freyung, Bayern, Germany	N/A	Public	Medical clinical	5,000
Citta	110 East 55th Street, New York, NY 10022	N/A	Public	Medical clinical	5,000
Clark University	950 Main Street, Worcester, MA 01610-1477	N/A	Public	Education	415,000
CT Quest for Peace	336 Ridgebury Road, Ridgefield, CT 06877	N/A	Public	Relief of disadvantaged	7,000
Danbury Police Department	375 Main Street, Danbury, CT 06810	N/A	Public	Community service	10,000
Danbury Visiting Nurse Association	24 Hospital Avenue, Danbury, CT 06810	N/A	Public	Medical clinical	25,000
Digital Heritage Mapping, Inc	304 Newberry Street - No. 311, Boston, MA 02115	N/A	Public	Museums & cultural	15,000
Dorothy Day Hospitality House, Inc	11 Spring Street, Danbury, CT 06810	N/A	Public	Relief of disadvantaged	10,000
Educational Alliance	197 East Broadway, New York, NY 10002	N/A	Public	Relief of disadvantaged	15,000
Elaine Kaufman Cultural Center	129 E 67th Street, New York, NY 10023	N/A	Public	Museums & cultural	10,000
Finsterau Fire Department	Museumstrasse 43, 94151 Mauth, Germany	N/A	Public	Community service	20,000
Friends of Karen, Inc	118 Titicus Road, P O Box 190, Purdys, NY 10578-0190	N/A	Public	Children's program	30,000
Friends of Ridgefield Community Programs, Inc (CHIRP)	400 Main Street, Ridgefield, CT 06877	N/A	Public	Community service	1,300
Friends of Yad Sarah	450 Park Avenue, Suite 3201, New York, NY 10022	N/A	Public	Relief of disadvantaged	50,000
Georgian Foundation	40 Uverdale Road, London SW10 OSR, England	N/A	Public	Medical clinical	20,000
Gould Farm	P O Box 157, Monterey, MA 02145-0157	N/A	Public	Relief of disadvantaged	10,000
Green Chimneys	400 Doansburg Rd., Box 719, Brewster, NY 10509	N/A	Public	Children's program	125,000
Hebrew University, Inc	1 Battery Park Plaza, 25th Fl., New York, NY 10004-1405	N/A	Public	Education and libraries	275,000
Hunt Hill Farm Trust Inc	44 Upland Road, New Milford, CT 06776	N/A	Public	Museums & cultural	5,000
Israel Guide Dog Center	732 S Settlers Circle, Warrington, PA 18976	N/A	Public	Community service	5,000
Israel Museum	500 Fifth Avenue, Suite 2450, New York, NY 10110	N/A	Public	Museums & cultural	201,000
Jerusalem Foundation	420 Lexington Avenue, New York, NY 10170	N/A	Public	Museums & cultural	125,000
Lower East Side Tenement Museum	91 Orchard Street, New York, NY 10002	N/A	Public	Museums & cultural	25,000
Luxembourg American Chamber of Commerce	17 Beekman Avenue, New York, NY 10022	N/A	Public	Museums & cultural	400
National Jewish Health	271 Madison Avenue-19th Floor, New York, NY 10016	N/A	Public	Medical research	15,000
National Marfan Foundation	22 Manhasset Avenue, Port Washington, NY 11050	N/A	Public	Medical research	5,000
New York Pops	333 West 52nd Street - Suite 600, New York, NY 10019	N/A	Public	Museums & cultural	25,000
Northside Center for Child Development, Inc	1301 Fifth Avenue, New York, NY 10029	N/A	Public	Relief of disadvantaged	15,000
Reading Reform Foundation of New York	333 West 57th Street - Suite 1L, New York, NY 10019	N/A	Public	Children's program	40,000
Regional Hospice of Western CT, Inc	405 Main Street, Danbury, CT 06810	N/A	Public	Medical clinical	10,000
Ridgefield Community Center	316 Main Street, Ridgefield, CT 06877	N/A	Public	Community service	10,000
Ridgefield Fire Department	6 Catoonah Street, Ridgefield, CT 06877	N/A	Public	Community service	5,000
Ridgefield High School	700 North Salem Road, Ridgefield, CT 06877	N/A	Public	Education	3,000
Ridgefield Police Department	76 East Ridge, Ridgefield, CT 06877	N/A	Public	Community service	15,000
Ridgefield Symphony Orchestra	90 East Ridge, Ridgefield, CT 06877	N/A	Public	Museums & cultural	7,000
Ridgefield Visiting Nurse Asscociation	90 East Ridge, Ridgefield, CT 06877	N/A	Public	Relief of disadvantaged	20,000
Ridgefield Volunteer Fire Department	6 Catoonah Street, Ridgefield, CT 06877	N/A	Public	Community service	5,000
Rogosin Institute	505 East 70th Street, New York, NY 10021	N/A	Public	Medical research	100,000
Sacred Heart University	5151 Park Avenue, Fairfield, CT 06432-1000	N/A	Public	Interreligious Understanding	50,000
SCAN New York	345 East 102nd Street, New York, NY 10029	N/A	Public	Children's program	40,000

THE LEIR FOUNDATION, INC 06-1466481
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PART XV - LINE 3a - GRANDS AND CONTRIBUTIONS PAID DURING THE YEAR

Selfhelp Community Services	520 Eighth Avenue, New York, NY 10018	N/A	Public	Relief of disadvantaged	5,000
Stanley M Isaacs Neighborhood Center	415 East 93rd Street, New York, NY 10128-6904	N/A	Public	Relief of disadvantaged	50,000
SV Finsterau 1957 e V	Auenweg 1, 94151 Mauth, Germany	N/A	Public	Community service	10,000
Tanenbaum Center for Interreligious Understanding	254 West 31st Street, 7th Floor, New York, NY 10001	N/A	Public	Interreligious Understanding	50,000
Triform Camphill Community	20 Triform Road, Hudson, NY 12534	N/A	Public	Relief of disadvantaged	40,000
Tufts University	160 Packard Avenue, Medford, MA 02111	N/A	Public	Education	50,000
Weizmann Institute of Science	633 Third Avenue, New York, NY 10017	N/A	Public	Medical research	225,000
Westchester Jewish Community Services	845 North Broadway - Suite 2, White Plains, NY 10603-2427	N/A	Public	Community service	15,000
Western Connecticut State University	181 White Street, Danbury, CT 06810	N/A	Public	Museums & cultural	1,000
Women's Center of Greater Danbury	2 West Street, Danbury, CT 06810	N/A	Public	Relief of disadvantaged	10,000
WQXR Radio	160 Varick Street, New York, NY 10013	N/A	Public	Museums & cultural	20,000
Yale University/Yale Eye Center	330 Cedar Street, New Haven, CT 06520	N/A	Public	Medical research	50,000
TOTAL:					**2,397,700**

Form **8868**
(Rev. January 2012)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	THE LEIR FOUNDATION, INC.	[X] 06-1466481
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 570 LEXINGTON AVENUE, 33RD FLOOR	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10022	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ ARTHUR S. HOFFMAN 570 LEXINGTON AVENUE, 33RD FLOOR - NEW YORK, NY 10022

Telephone No. ▶ 212-750-9330 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2012 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 2011 or

▶ [ ] tax year beginning ______ , and ending ______ .

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 113,808.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 73,808.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 40,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

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

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
File by the due date for filing your return. See instructions.	THE LEIR FOUNDATION, INC.	[X] 06-1466481
	Number, street, and room or suite no. If a P.O. box, see instructions. 570 LEXINGTON AVENUE, 33RD FLOOR	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10022	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

- The books are in the care of ▶ ARTHUR S. HOFFMAN 570 LEXINGTON AVENUE, 33RD FLOOR - NEW YORK, NY 10022
  Telephone No. ▶ 212-750-9330 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______. If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2012.

5 For calendar year 2011 , or other tax year beginning ______, and ending ______.

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
AN ATTEMPT TO OBTAIN INFORMATION NECESSARY FOR FILLING A RETURN WAS REQUESTED IN A TIMELY FASHION, BUT THE INFORMATION WAS NOT FURNISHED IN SUFFICIENT TIME TO PERMIT THE TIMELY FILING OF THE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 113,808.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 113,808.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Arthur Hoffman Title ▶ PRESIDENT Date ▶ 8-13-12

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01-05-12

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