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Form **990-PF**

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

OMB No 1545-0052

2011Department of the Treasury
Internal Revenue Service

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

For calendar year 2011 or tax year beginning , and ending

Name of foundation WILLIAM H. PRUSOFF FOUNDATION		A Employer identification number 06-1601597
Number and street (or P O box number if mail is not delivered to street address) 880 OLD POST ROAD	Room/suite	B Telephone number (see instructions) 203-777-2509
City or town, state, and ZIP code FAIRFIELD CT 06824		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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 ☒ 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) \$ 2,930,687	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify)	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) (see instructions))		(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 (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,504	2,504	2,504	
	4 Dividends and interest from securities	120,022	120,022	120,022	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 STMT 1	-8,693			
	b Gross sales price for all assets on line 6a 1,629,975				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns & allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) STMT 2	16,498	16,498	16,498		
12 Total. Add lines 1 through 11	130,331	139,024	139,024		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) SEE STMT 3	1,370	1,370		
	b Accounting fees (attach schedule) STMT 4	4,650	4,650		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 5	1,193	1,193		
	19 Depreciation (attach schedule) and depletion STMT 6	924			
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 7	535	535		
	24 Total operating and administrative expenses. Add lines 13 through 23	8,672	7,748	0	0
25 Contributions, gifts, grants, etc.	445,000			445,000	
26 Total expenses and disbursements. Add lines 24 and 25	453,672	7,748	0	445,000	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-323,341				
b Net investment income (if negative, enter -0-)		131,276			
c Adjusted net income (if negative, enter -0-)			139,024		

For Paperwork Reduction Act Notice, see instructions.

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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		1,565	822	822
	2	Savings and temporary cash investments		218,505	219,021	218,521
	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 (att schedule) ▶				
		Less allowance for doubtful accounts ▶	0			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)				
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach sch) ▶				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)				
	14	Land, buildings, and equipment basis ▶	6,086			
		Less accumulated depreciation (attach sch) ▶	STMT 8 4,702	2,308	1,384	1,384
	15	Other assets (describe ▶	SEE STATEMENT 9)	3,148,948	2,829,904	2,709,960
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		3,371,326	3,051,131	2,930,687
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)		0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	▶ ☐			
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	▶ ☒			
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		3,371,326	3,051,131	
	30	Total net assets or fund balances (see instructions)		3,371,326	3,051,131	
	31	Total liabilities and net assets/fund balances (see instructions)		3,371,326	3,051,131	

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	3,371,326
2	Enter amount from Part I, line 27a	2	-323,341
3	Other increases not included in line 2 (itemize) ▶	3	3,146
4	Add lines 1, 2, and 3	4	3,051,131
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,051,131

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 N/A				
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			
b			
c			
d			
e			

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

(i) FMV 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			

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 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	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	388,136		
2009	687,755		
2008	919,287		
2007	610,198		
2006	951,856		

2 Total of line 1, column (d)**2****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****4** Enter the net value of noncharitable-use assets for 2011 from Part X, line 5**4**

0

5 Multiply line 4 by line 3**5****6** Enter 1% of net investment income (1% of Part I, line 27b)**6**

1,313

7 Add lines 5 and 6**7**

1,313

8 Enter qualifying distributions from Part XII, line 4**8**

445,000

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	1,313
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	1,313
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	1,313
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	26
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,339
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ Refunded ☐	11	

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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? Website address ► N/A	13	X	
14 The books are in care of ► FAIRFIELD CPA GROUP, LLC Telephone no ► 203-335-6700 1595 BLACK ROCK TURNPIKE Located at ► FAIRFIELD CT ZIP+4 ► 06825				
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 ► ☐		
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A ► ☐	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	N/A	1c	
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? If "Yes," list the years ► 20 , 20 , 20 , 20	☐ Yes ☒ No		
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 ► 20 , 20 , 20 , 20			
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)? (see instructions)	☐ Yes	☒ No	
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A		5b
	Organizations relying on a current notice regarding disaster assistance check here	☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes	☒ No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b
	If "Yes" to 6b, file Form 8870			X
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 (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
ALVIN PRUSOFF 880 OLD POST ROAD FAIRFIELD CT 06824	TRUSTEE 1.00	0	0	0
LAURA PRUSOFF 46 DEFOREST DRIVE BRANFORD CT 06405	TRUSTEE 1.00	0	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				

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 (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		

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	

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	0
b	Average of monthly cash balances	1b	0
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	0
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	0
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	0
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	0
6	Minimum investment return. Enter 5% of line 5	6	0

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	
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,313
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,313
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	0

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	445,000
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	
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	445,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	1,313
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	443,687

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				0
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006	954,500			
b From 2007	613,420			
c From 2008	923,913			
d From 2009	690,845			
e From 2010	389,300			
f Total of lines 3a through e	3,571,978			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 445,000				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				
e Remaining amount distributed out of corpus	445,000			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,016,978			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions				
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) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	954,500			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	3,062,478			
10 Analysis of line 9				
a Excess from 2007	613,420			
b Excess from 2008	923,913			
c Excess from 2009	690,845			
d Excess from 2010	389,300			
e Excess from 2011	445,000			

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

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 (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))
N/A

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
N/A

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
N/A

b The form in which applications should be submitted and information and materials they should include
N/A

c Any submission deadlines
N/A

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

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 LIST ATTACHED		CHARITY PHILANTHROPIC		445,000
Total			▶ 3a	445,000
b Approved for future payment N/A				
Total			▶ 3b	

Form **4562**

Depreciation and Amortization

(Including Information on Listed Property)

OMB No 1545-0172

2011Department of the Treasury
Internal Revenue Service (99)

▶ See separate instructions.

▶ Attach to your tax return.

Attachment
Sequence No **179**

Name(s) shown on return

WILLIAM H. PRUSOFF FOUNDATION

Identifying number

06-1601597

Business or activity to which this form relates

INDIRECT DEPRECIATION**Part I Election To Expense Certain Property Under Section 179****Note:** If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2012 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2011	17	924
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ☐		

Section B—Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	

Section C—Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations—see instructions	22	924
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions.

Form **4562** (2011)

Federal Statements

5/2/2012

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
					Price				
SCHEDULE ATTACHED		VARIOUS	VARIOUS		PURCHASE 64,433 \$	57,390 \$		\$	7,043
SCHEDULE ATTACHED		VARIOUS	VARIOUS		PURCHASE 1,449,049	1,481,278			-32,229
NM GENL ELEC CAP CORP		8/11/03	11/08/11		PURCHASE 107,361	100,000			7,361
CAPITAL GAIN DIVIDEND		12/31/11	12/31/11		PURCHASE 9,132				9,132
TOTAL					\$ 1,629,975	\$ 1,638,668	\$ 0	\$ 0	\$ -8,693

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
YALE UNIVERSITY	\$ 16,498	\$ 16,498	\$ 16,498
TOTAL	\$ 16,498	\$ 16,498	\$ 16,498

Statement 3 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL FEES	\$ 1,370	\$ 1,370	\$	\$
TOTAL	\$ 1,370	\$ 1,370	\$ 0	\$ 0

Federal Statements

5/2/2012

Statement 4 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEE	\$ 4,650	\$ 4,650	\$	\$
TOTAL	\$ 4,650	\$ 4,650	0	0

Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FEDERAL INCOME TAXES	\$ 1,193	\$ 1,193	\$	\$
TOTAL	\$ 1,193	\$ 1,193	0	0

Statement 6 - Form 990-PF, Part I, Line 19 - Depreciation

Date Acquired	Description	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
9/28/08	COMPUTER & ACCESSORIES	\$ 3,196	\$ 2,275	200DB	5	\$ 369	\$	\$
5/04/09	HP LAPTOP DV5	2,890	1,503	200DB	5	555		
TOTAL		\$ 6,086	\$ 3,778			\$ 924	\$ 0	\$ 0

Federal Statements

5/2/2012

Statement 7 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
ANNUAL FEES	150	150		
PREPAYMENT CHARGE	48	48		
WASH ADJUSTMENT	337	337		
TOTAL	\$ 535	\$ 535	\$ 0	\$ 0

Statement 8 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
	\$ 2,308	\$ 6,086	\$ 4,702	\$ 1,384
TOTAL	\$ 2,308	\$ 6,086	\$ 4,702	\$ 1,384

Federal Statements**Statement 9 - Form 990-PF, Part II, Line 15 - Other Assets**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
INVESTMENT FUNDS AND SECURITIES	\$ 3,148,948	\$ 2,829,904	\$ 2,709,960
TOTAL	\$ 3,148,948	\$ 2,829,904	\$ 2,709,960

Statement 10 - Form 990-PF, Part III, Line 3 - Other Increases

<u>Description</u>	<u>Amount</u>
BROKER ADJUSTMENT	\$ 3,146
TOTAL	\$ 3,146

Federal Asset Report**Form 990, Page 1**

Asset	Description	Date In Service	Cost	Bus %	Sec 179 Bonus	Basis for Depr	Per Conv Meth	Prior	Current
Prior MACRS:									
2	COMPUTER & ACCESSORIES	9/28/08	3,196			3,196	5 HY 200DB	2,275	369
3	HP LAPTOP DV5	5/04/09	2,890			2,890	5 HY 200DB	1,503	555
			<u>6,086</u>			<u>6,086</u>		<u>3,778</u>	<u>924</u>
Grand Totals			6,086			6,086		3,778	924
Less: Dispositions and Transfers			0			0		0	0
Less: Start-up/Org Expense			0			0		0	0
Net Grand Totals			<u>6,086</u>			<u>6,086</u>		<u>3,778</u>	<u>924</u>

Federal Statements**Taxable Interest on Investments**

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
MERRILL LYNCH	\$ 169		14		
GLOBAL CLEARING ISSUER BAC	2,335		14		
TOTAL	<u>\$ 2,504</u>				

Taxable Dividends from Securities

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
MERRILL LYNCH	\$ 120,022		14		
TOTAL	<u>\$ 120,022</u>				

CHARITY	Street	City	State	Zip	Amount
AACR Foundation	615 Chestnut Street, 16th Floor	Philadelphia	PA	19106	\$20,000.00
ADL	1952 Whitney Ave	New Haven	CT	06517	\$5,000.00
Chamber Music Exchange					\$5,000.00
Connecticut Conquers Cancer	P.O. Box 384	South Glastonbury	CT	06073	\$1,500.00
Connecticut's Beardsley Zoo	1875 Noble Avenue	Bridgeport	CT	06610	\$2,000.00
Emory University	1860 Montreal Road	Tucker	GA	30084	\$25,000.00
Fairfield Museum and History Center	636 Old Post Road	Fairfield	CT	06824	\$5,000.00
Fairfield Theatre Company	70 Sanford Street	Fairfield	CT	06824	\$1,500.00
Fairfield YMCA	841 Old Post Road	Fairfield	CT	06824	\$5,000.00
FINCA	1101 14th St NW	Washington	DC	20005	\$5,000.00
Greater Bridgeport Youth Orchestra	80 Maryanne Drive	Monroe	CT	06468	\$1,000.00
Hopkins School	986 Forest Road	New Haven	CT	06515	\$20,000.00
Institute for the Study of Global Antisemitism and Policy	P O Box 2911	New Haven	CT	06515	\$10,000.00
Jewish Foundation of Greater New Haven	360 Amity Rd	Woodbridge	CT	06525	\$5,000.00
Lafayette College	318 A P Kirby Sports Center	Easton	PA	18043	\$25,000.00
Laguna Blanca School	4125 Paloma Drive	Santa Barbara	CA	93110	\$35,000.00
Leukemia & Lymphoma - Pennies For Pasta	2222 N Tampa St	Tampa	FL	33602	\$5,000.00
November	35 Dudley Ave	Venice	CA	90291	\$5,000.00
Nature Conservancy	4245 N Fairfax Dr, Suite 100	Arlington	VA	22203	\$1,000.00
Norwalk Emergency Shelter	4 Merritt Street	Norwalk	CT	06854	\$7,500.00
Nyaya Health	135 College Street, Suite 323	New Haven	CT	06510	\$10,000.00
OBSCURA	P O Box 119	Rockland	ME	04841	\$1,000.00
Operation Hope	636 Old Post Road	Fairfield	CT	06824	\$2,500.00
Pierson College - Yale University	261 Park Street	New Haven	CT	06511	\$10,000.00
United Way of Greater New Haven	900 Chapel Street - 10th Floor	New Haven	CT	06510	\$1,000.00
University of Georgia	394 S Milledge Avenue, Suite 100	Athens	GA	30602	\$500.00
UW Foundation - Odyssey Project Fund	US Bank Lockbox, PO Box 78807	Milwaukee	WI	53278	\$5,000.00
Wadsworth Atheneum	600 Main Street	Hartford	CT	06103	\$5,500.00
Yale - Sch of Med - Dr Canaan	333 Cedar St	New Haven	CT	06520	\$100,000.00
Yale - Sch of Med - Dr Cheng	333 Cedar St	New Haven	CT	06520	\$120,000.00
TOTAL					\$445,000

WILLIAM H PRUSOFF FOUNDATION

2011 ANNUAL STATEMENT SUMMARY

In the past, under the Proceeds from Broker and Barter Exchange Transactions section, only the gross proceeds of the sale was reported to the IRS. However, beginning with the 2011 tax reporting year for all sales of positions considered covered securities, new legislation also requires reporting to the IRS the adjusted cost basis for each tax lot transactional sale. Any sale of a security that is not considered a covered security will still be included in this section with its adjusted cost basis (where available) but will not be transmitted to the IRS. In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. The gain (loss) information may not include return of capital, sales load deferral or wash sales adjustments. RICs (which may include mutual funds and unit investment trusts) may reclassify principal distributions as capital gains after the mailing of this statement. The Cost Basis for these securities may not have yet been adjusted on your statement to reflect such reclassifications. Please refer to information provided by the RIC and discuss with your tax advisor. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

1099-B

2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

Quantity	Transaction Description	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES								
NONCOVERED TRANSACTIONS								
RAYONIER INC REIT 1000.0000 Sale	CUSIP Number 10/26/10	754907103 08/15/11		58,635.96	51,771.52	0.00	6,864.44	
DELAWARE DIVERSIFIED INCOME CL A .4980 Sale	CUSIP Number 02/17/11	246248744 08/15/11		4.69	4.68	0.00	0.01	
IVY ASSET STRATEGY FUND CL A .5600 Sale 1.0000 Sale .7620 Sale 26.0000 Sale	CUSIP Number 12/09/10 12/08/11 12/08/11 12/08/11	466000759 10/26/11 12/12/11 12/12/11 12/12/11		13.24 22.48 17.13 584.49	13.47 18.00 17.33 591.24	0.00 0.00 0.00 0.00	(0.23) 4.48 (0.20) (6.75)	
Security Subtotal				637.34	640.04	0.00	(2.70)	
HENDERSON INTERNATIONAL OPPORTUNITIES FD CL A 1.0000 Sale .2250 Sale 15.0000 Sale	CUSIP Number 12/30/10 12/30/10 12/30/10	425067840 08/15/11 08/15/11 08/15/11		20.06 4.52 301.04	22.18 4.76 317.40	0.00 0.00 0.00	(2.12) (0.24) (16.36)	
Security Subtotal				325.62	344.34	0.00	(18.72)	

WILLIAM H PRUSOFF FOUNDATION

Account No.
72Q-02006

Taxpayer No.
06-1601597

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2011 ANNUAL STATEMENT SUMMARY
2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1099-B

Quantity	Transaction Description	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
JANUS FORTY FD CL A								
	.2690 Sale	06/18/10	47103A674	9.54	8.28	0.00	1.26	
	.2290 Sale	06/18/10	02/17/11	7.89	7.05	0.00	0.84	
	.3960 Sale	06/18/10	04/01/11	14.06	12.18	0.00	1.88	
	Security Subtotal			31.49	27.51	0.00	3.98	
COHEN & STEERS INTL REALTY FD CL A								
	1.0000 Sale	06/30/10	19248H104	11.15	9.28	0.00	1.87	
	114.0000 Sale	06/30/10	04/01/11	1,272.12	1,041.96	0.00	230.16	
	1.0000 Sale	12/16/10	04/01/11	11.15	15.43	0.00	(4.28)	
	.2520 Sale	12/16/10	04/01/11	2.81	2.70	0.00	0.11	
	243.0000 Sale	12/16/10	04/01/11	2,711.64	2,600.10	0.00	111.54	
	Security Subtotal			4,008.87	3,669.47	0.00	339.40	
OPPENHEIMER INTL DIVERSIFIED FD CL A								
	.8990 Sale	12/31/10	68383C107	9.33	11.03	0.00	(1.70)	
	75.0000 Sale	12/31/10	12/12/11	778.50	920.25	0.00	(141.75)	
	Security Subtotal			787.83	931.28	0.00	(143.45)	
EATON VANCE LARGE CAP VALUE FUND CLASS A								
	.0950 Sale	09/12/11	277905808	1.59	1.51	0.00	0.08	
Noncovered Short Term Capital Gains and Losses Subtotal				64,433.39	57,390.35	0.00	7,043.04	
NET SHORT TERM CAPITAL GAINS AND LOSSES				64,433.39	57,390.35	0.00	7,043.04	

LONG TERM CAPITAL GAINS AND LOSSES

NONCOVERED TRANSACTIONS

NM SLM CORP		CUSIP Number	78442FBV9
SER CPI			
VAR% MAR 01 2014			
100000.0000 Sale	02/11/04	06/16/11	(2,281.35)
			0.00
			100,000.00

WILLIAM H PRUSOFF FOUNDATION

Account No.
72Q-02006

Taxpayer No.
06-1601597

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2011 ANNUAL STATEMENT SUMMARY 2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1099-B

Transaction Quantity Description	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
SLM CORP	CUSIP Number	78442FCG1					
SER CPI							
VAR% APR 25 2016	04/05/04	06/21/11	93,151.65	100,000.00	0.00	(6,848.35)	
100000.0000 Sale							
HOUSEHOLD FINANCE CORP	CUSIP Number	44181EH68					
SER NOT2							
VAR% APR 10 2011	04/19/04	04/11/11	100,000.00	100,000.00	0.00	0.00	
100000.0000 Redemption							
CD CAROLINA FIRST BK	CUSIP Number	143876JE1					
GREENVILLE, SC							
05 050% NOV 01 2016	10/23/06	10/26/11	106,096.16	97,000.00	0.00	9,096.16	
970000.0000 Sale							
DELAWARE DIVERSIFIED	CUSIP Number	246248744					
INCOME CL A							
8999.0000 Sale	03/30/09	08/15/11	84,765.54	72,985.79	0.00	11,779.75	
555.0000 Sale	04/16/09	08/15/11	5,227.79	4,595.89	0.00	631.90	
.2100 Sale	04/16/09	08/15/11	1.98	1.74	0.00	0.24	
Security Subtotal			89,995.31	77,583.42	0.00	12,411.89	
IVY ASSET STRATEGY	CUSIP Number	466000759					
FUND CL A							
492.0000 Sale	03/24/08	10/26/11	11,643.56	13,733.19	0.00	(2,089.63)	
8.0000 Sale	06/12/08	10/26/11	189.32	215.68	0.00	(26.36)	
767.0000 Sale	12/11/08	10/26/11	18,151.67	13,445.51	0.00	4,706.16	
.0930 Sale	12/11/08	10/26/11	2.21	1.64	0.00	0.57	
406.0000 Sale	12/11/08	12/12/11	9,126.88	7,117.18	0.00	2,009.70	
13.0000 Sale	12/11/08	12/12/11	292.24	227.89	0.00	64.35	
382.0000 Sale	12/11/08	12/12/11	8,587.35	6,696.46	0.00	1,890.89	
2.0000 Sale	12/12/08	12/12/11	44.96	35.06	0.00	9.90	
1319.0000 Sale	01/02/09	12/12/11	29,651.12	24,987.20	0.00	4,663.92	
1.0000 Sale	01/07/09	12/12/11	22.48	17.87	0.00	4.61	
48.0000 Sale	12/10/09	12/12/11	1,079.04	1,061.28	0.00	17.76	
6.0000 Sale	12/09/10	12/12/11	134.88	145.32	0.00	(10.44)	
Security Subtotal			78,925.71	67,684.28	0.00	11,241.43	



Merrill Lynch
Bank of America Corporation

Account No.
72Q-02006

Taxpayer No.
06-1601597

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WILLIAM H PRUSOFF FOUNDATION

1099-B **2011 ANNUAL STATEMENT SUMMARY**
2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

Quantity	Transaction Description	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
HENDERSON INTERNATIONAL OPPORTUNITIES FD CL A								
		CUSIP Number 425067840						
11,000	Sale	12/11/06	08/15/11	220.74	257.73	0.00	(36.99)	
26,000	Sale	12/11/06	08/15/11	521.76	609.18	0.00	(87.42)	
1,000	Sale	12/12/06	08/15/11	20.06	23.38	0.00	(3.32)	
520,000	Sale	12/10/07	08/15/11	10,435.27	13,785.20	0.00	(3,349.93)	
149,000	Sale	12/10/07	08/15/11	2,990.10	3,949.99	0.00	(959.89)	
1,000	Sale	12/11/07	08/15/11	20.06	26.10	0.00	(6.04)	
51,000	Sale	12/08/08	08/15/11	1,023.46	694.62	0.00	328.84	
121,000	Sale	12/08/08	08/15/11	2,428.21	1,648.02	0.00	780.19	
1,000	Sale	12/09/08	08/15/11	20.06	14.11	0.00	5.95	
1534,000	Sale	01/02/09	08/15/11	30,784.09	24,994.20	0.00	5,789.89	
36,000	Sale	12/30/09	08/15/11	722.44	724.68	0.00	(2.24)	
1,000	Sale	12/31/09	08/15/11	20.06	20.09	0.00	(0.03)	
				49,206.31	46,747.30	0.00	2,459.01	
Security Subtotal								
JANUS FORTY FD CL A								
		CUSIP Number 47103A674						
3826,000	Sale	09/07/07	02/17/11	135,665.12	139,998.69	0.00	(4,333.57)	
404,000	Sale	10/10/07	02/17/11	14,325.33	16,968.93	0.00	(2,643.60)	
1929,000	Sale	10/10/07	04/01/11	66,489.07	81,022.41	0.00	(14,533.34)	
11,000	Sale	12/18/07	04/01/11	379.14	440.77	0.00	(61.63)	
1,000	Sale	12/19/07	04/01/11	34.46	40.22	0.00	(5.76)	
960,000	Sale	03/06/08	04/01/11	33,089.45	37,932.30	0.00	(4,842.85)	
938,000	Sale	03/06/08	05/03/11	33,297.14	37,063.02	0.00	(3,765.88)	
1246,000	Sale	03/24/08	05/03/11	44,230.54	49,969.94	0.00	(5,739.40)	
1,000	Sale	03/27/08	05/03/11	35.49	39.47	0.00	(3.98)	
524,000	Sale	12/16/08	05/03/11	18,600.98	11,632.80	0.00	6,968.18	
				346,146.72	375,108.55	0.00	(28,961.83)	
Security Subtotal								
COHEN & STEERS INTL REALTY FD CL A								
		CUSIP Number 19248H104						
2793,000	Sale	09/22/06	04/01/11	31,166.57	46,841.12	0.00	(15,674.55)	
21,000	Sale	12/22/06	04/01/11	234.33	379.05	0.00	(144.72)	
3,000	Sale	12/22/06	04/01/11	33.47	54.15	0.00	(20.68)	
139,000	Sale	12/22/06	04/01/11	1,551.07	2,508.95	0.00	(957.88)	
1,000	Sale	12/26/06	04/01/11	11.15	18.08	0.00	(6.93)	
1,000	Sale	12/26/06	04/01/11	11.15	18.08	0.00	(6.93)	
44,000	Sale	06/29/07	04/01/11	490.98	821.04	0.00	(330.06)	
16,000	Sale	09/28/07	04/01/11	178.54	306.40	0.00	(127.86)	
6,000	Sale	09/28/07	04/01/11	66.95	114.90	0.00	(47.95)	
36,000	Sale	09/28/07	04/01/11	401.71	689.40	0.00	(287.69)	

WILLIAM H PRUSOFF FOUNDATION

1099-B 2011 ANNUAL STATEMENT SUMMARY
2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

Quantity	Transaction Description	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
COHEN & STEERS INTL REALTY FD CL A								
		CUSIP Number	19248H104					
1.0000	Sale	10/01/07	04/01/11	11.15	19.32	0.00	(8.17)	
117.0000	Sale	12/31/07	04/01/11	1,305.58	1,891.89	0.00	(586.31)	
58.0000	Sale	12/31/07	04/01/11	647.21	937.86	0.00	(290.65)	
271.0000	Sale	12/31/07	04/01/11	3,024.05	4,382.07	0.00	(1,358.02)	
1.0000	Sale	01/02/08	04/01/11	11.15	15.94	0.00	(4.79)	
71.0000	Sale	06/30/08	04/01/11	792.28	951.40	0.00	(159.12)	
1.0000	Sale	07/01/08	04/01/11	11.15	13.20	0.00	(2.05)	
71.0000	Sale	06/30/09	04/01/11	792.28	663.14	0.00	129.14	
1.0000	Sale	07/01/09	04/01/11	11.15	9.40	0.00	1.75	
517.0000	Sale	12/17/09	04/01/11	5,769.15	5,299.25	0.00	469.90	
				46,521.07	65,934.64	0.00	(19,413.57)	
Security Subtotal								
OPPENHEIMER INTL DIVERSIFIED FD CL A								
		CUSIP Number	68383C107					
3915.0000	Sale	12/10/10	12/12/11	40,637.70	49,999.90	0.00	(9,362.20)	
EATON VANCE STRATEGIC INCOME FD CL A								
		CUSIP Number	277911772					
10212.0000	Sale	03/30/09	09/08/11	82,918.23	72,509.08	0.00	10,409.15	
6857.0000	Sale	04/16/09	09/08/11	55,676.70	49,992.87	0.00	5,683.83	
1.0000	Sale	04/21/09	09/08/11	8.12	7.04	0.00	1.08	
.9010	Sale	06/18/10	09/08/11	7.32	7.33	0.00	(0.01)	
				138,610.37	122,516.32	0.00	16,094.05	
Security Subtotal								
COLUMBIA MARSICO GROWTH FD CL A								
		CUSIP Number	19765H222					
2998.0000	Sale	04/07/05	09/08/11	58,305.90	53,337.27	0.00	4,968.63	
1080	Sale	06/18/10	09/08/11	2.10	1.85	0.00	0.25	
87.0000	Sale	02/13/06	09/08/11	1,692.00	1,695.72	0.00	(3.72)	
.0860	Sale	06/18/10	09/15/11	1.72	1.47	0.00	0.25	
5043.0000	Sale	02/13/06	09/15/11	100,602.57	98,293.32	0.00	2,309.25	
1.0000	Sale	02/16/06	09/15/11	19.94	19.32	0.00	0.62	
4.0000	Sale	12/13/07	09/15/11	79.79	93.16	0.00	(13.37)	
1.0000	Sale	12/14/07	09/15/11	19.94	23.01	0.00	(3.07)	
3.0000	Sale	06/19/08	09/15/11	59.84	61.74	0.00	(1.90)	
1.0000	Sale	06/20/08	09/15/11	19.94	20.30	0.00	(0.36)	

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WILLIAM H PRUSOFF FOUNDATION

1099-B

2011 ANNUAL STATEMENT SUMMARY

2011 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

Quantity	Transaction Description	Date Acquired Cover of Short	Date Liquidated Short Sale	Amount	Cost Basis	Adjustments	Gain or (Loss)	Remarks
COLUMBIA MARSICO GROWTH								
		CUSIP Number	19765H222					
45.0000	Sale	06/18/09	09/15/11	897.73	621.00	0.00	276.73	
17.0000	Sale	12/11/09	09/15/11	339.15	285.09	0.00	54.06	
Security Subtotal				162,040.62	154,453.25	0.00	7,587.37	
EATON VANCE LARGE CAP VALUE FUND CLASS A								
		CUSIP Number	277905808					
1.0000	Sale	12/18/06	12/12/11	16.81	22.34	5.53 (W)	0.00	
60.0000	Sale	12/18/06	12/12/11	1,008.54	1,340.47	331.93 (W)	0.00	
4415.0000	Sale	12/18/06	12/12/11	74,212.18	98,636.37	0.00	(24,424.19)	
83.0000	Sale	12/28/06	12/12/11	1,395.15	1,756.28	0.00	(361.13)	
14.0000	Sale	12/28/06	12/12/11	235.32	296.24	0.00	(60.92)	
12.0000	Sale	03/12/07	12/12/11	201.70	254.40	0.00	(52.70)	
37.0000	Sale	03/14/07	12/12/11	621.93	765.16	0.00	(143.23)	
1.0000	Sale	03/15/07	12/12/11	16.80	20.85	0.00	(4.05)	
17.0000	Sale	06/12/07	12/12/11	285.75	384.03	0.00	(98.28)	
1.0000	Sale	06/13/07	12/12/11	16.80	22.71	0.00	(5.91)	
15.0000	Sale	09/12/07	12/12/11	252.13	328.80	0.00	(76.67)	
29.0000	Sale	12/26/07	12/12/11	487.46	664.97	0.00	(177.51)	
13.0000	Sale	12/26/07	12/12/11	218.51	298.09	0.00	(79.58)	
1.0000	Sale	12/27/07	12/12/11	16.80	22.63	0.00	(5.83)	
16.0000	Sale	03/12/08	12/12/11	268.94	336.16	0.00	(67.22)	
15.0000	Sale	06/11/08	12/12/11	252.13	325.65	0.00	(73.52)	
1.0000	Sale	06/12/08	12/12/11	16.80	21.49	0.00	(4.69)	
15.0000	Sale	09/10/08	12/12/11	252.13	288.60	0.00	(36.47)	
22.0000	Sale	12/31/08	12/12/11	369.80	315.92	0.00	53.88	
1.0000	Sale	01/02/09	12/12/11	16.80	14.91	0.00	1.89	
1180.0000	Sale	01/02/09	12/12/11	19,834.86	18,470.95	0.00	1,363.91	
.0630	Sale	01/02/09	12/12/11	1.07	0.99	0.00	0.08	
Security Subtotal				99,998.41	124,588.01	337.46	(24,252.14)	

Noncovered Long Term Capital Gains and Losses Subtotal

1,449,048.68 1,481,615.67 337.46 (32,229.53)

NET LONG TERM CAPITAL GAINS AND LOSSES

1,449,048.68 1,481,615.67 337.46 (32,229.53)