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

2011

Department of the Treasury
Internal Revenue Service

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

For calendar year 2011, or tax year beginning

, 2011, and ending

<p>City or town GREENWICH</p> <p>G Check all that apply</p> <table style="margin-left: 20px; border-collapse: collapse;"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial Return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table> <p>H Check type of organization</p> <table style="margin-left: 20px; border-collapse: collapse;"> <tr> <td><input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation</td> </tr> <tr> <td><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust</td> </tr> <tr> <td><input type="checkbox"/> Other taxable private foundation</td> </tr> </table> <p>I Fair market value of all assets at end of year (from Part II, column (c), line 16)</p> <p style="margin-left: 20px;">► \$ 2,079,892.</p> <p>J Accounting method</p> <table style="margin-left: 20px; border-collapse: collapse;"> <tr> <td><input type="checkbox"/> Cash</td> <td><input checked="" type="checkbox"/> Accrual</td> </tr> <tr> <td colspan="2"><input type="checkbox"/> Other (specify)</td> </tr> </table> <p style="margin-left: 20px;">(Part I, column (d) must be on cash basis)</p>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial Return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation	<input type="checkbox"/> Cash	<input checked="" type="checkbox"/> Accrual	<input type="checkbox"/> Other (specify)		<p>A Employer identification number 13-3320078</p> <p>B Telephone number (see the instructions) (203) 918-6691</p> <p>C If exemption application is pending, check here ► <input type="checkbox"/></p> <p>D 1 Foreign organizations, check here ► <input type="checkbox"/></p> <p>2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/></p> <p>E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/></p> <p>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/></p>	
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<p>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))</p> <p>R E V E N U E</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 10%; vertical-align: top;"> <p>1 Contributions, gifts, grants, etc, received (att sch)</p> <p>2 Ck ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B</p> <p>3 Interest on savings and temporary cash investments</p> <p>4 Dividends and interest from securities</p> <p>5a Gross rents</p> <p>b Net rental income or (loss)</p> <p>6a Net gain/(loss) from sale of assets not on line 10</p> <p>b Gross sales price for all assets on line 6a</p> <p>861,023.</p> <p>7 Capital gain net income (from Part IV, line 2)</p> <p>8 Net short-term capital gain</p> <p>9 Income modifications</p> <p>10a Gross sales less returns and allowances</p> <p>b Less Cost of goods sold</p> <p>c Gross profit/(loss) (att sch)</p> <p>11 Other income (attach schedule)</p> <p style="text-align: center;">REIMBURSED EXPENSES</p> <p>12 Total. 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JULY 2012

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash – non-interest-bearing .				
	2 Savings and temporary cash investments .		269,521.	165,270.	165,270.
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable .				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach sch) ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use .				
	9 Prepaid expenses and deferred charges .		2,000.	928.	928.
	10a Investments – U S and state government obligations (attach schedule) L-10a Stmt		124,780.	124,780.	120,228.
	b Investments – corporate stock (attach schedule) L-10b Stmt		1,073,061.	1,151,426.	1,649,039.
	c Investments – corporate bonds (attach schedule) L-10c Stmt		247,639.	127,639.	135,473.
	11 Investments – land, buildings, and equipment basis ► 61,364.				
	Less accumulated depreciation (attach schedule) L-11 Stmt ► 60,108.		2,671.	1,256.	1,256.
	12 Investments – mortgage loans .				
	13 Investments – other (attach schedule) .				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	15 Other assets (describe ► L-15 Stmt) .		7,271.	7,698.	7,698.
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)		1,726,943.	1,578,997.	2,079,892.
	17 Accounts payable and accrued expenses .		7,594.	4,250.	
	18 Grants payable .				
	19 Deferred revenue .				
	20 Loans from officers, directors, trustees, & other disqualified persons .				
	21 Mortgages and other notes payable (attach schedule) .				
	22 Other liabilities (describe ►) .				
	23 Total liabilities (add lines 17 through 22) .		7,594.	4,250.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ► <input type="checkbox"/>				
	24 Unrestricted .				
	25 Temporarily restricted .				
	26 Permanently restricted .				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds .		2,201,071.	2,201,071.	
	28 Paid-in or capital surplus, or land, building, and equipment fund .				
	29 Retained earnings, accumulated income, endowment, or other funds .		-481,722.	-626,324.	
	30 Total net assets or fund balances (see instructions) .		1,719,349.	1,574,747.	
	31 Total liabilities and net assets/fund balances (see instructions) .		1,726,943.	1,578,997.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,719,349.
2 Enter amount from Part I, line 2a	2	-144,603.
3 Other increases not included in line 2 (itemize) ► ROUNDING DIFFERENCE	3	1.
4 Add lines 1, 2, and 3	4	1,574,747.
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	1,574,747.

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 shares MLC Company)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a 120k BDS HSBC FINANCE CORP			P	04/17/08	04/15/11
b SEE SUPPORTING SCHEDULE ATTACHED			P	Various	12/31/11
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	120,000.		120,000.	0.	
b	741,023.		662,389.	78,634.	
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) Fair Market Value as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))	
a				0.	
b	0.	0.	0.	78,634.	
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	78,634.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)				3	78,634.
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8					

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

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

1 Enter the appropriate amount in each column for each year, see 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 (column (b) divided by column (c))
2010	171,895.	2,399,059.	0.071651
2009	153,100.	2,135,513.	0.071692
2008	142,114.	2,926,360.	0.048563
2007	156,941.	3,387,697.	0.046327
2006	120,078.	3,185,976.	0.037690

- 2 Total of line 1, column (d) 2 0.275923
- 3 Average distribution ratio for the 5-year base period – divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years 3 0.055185
- 4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 4 2,182,457.
- 5 Multiply line 4 by line 3 5 120,439.
- 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 572.
- 7 Add lines 5 and 6 7 121,011.
- 8 Enter qualifying distributions from Part XII, line 4 8 185,440.

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)

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary – see instrs)	1	572.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	2	0.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)	3	572.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
3	Add lines 1 and 2	5	572.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		
6	Credits/Payments		
a	2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	1,500.
b	Exempt foreign organizations – tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	1,500.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	928.
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ► 928. Refunded	11	

Part VII-A **Statements Regarding Activities**

1 a 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?

	Yes	No
1 a		X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

	Yes	No
1 b		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

	Yes	No
1 c		X

c Did the foundation file **Form 1120-POL** for this year?

	Yes	No
2		X

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

	Yes	No
3		X

(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

	Yes	No
4 a		X

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

	Yes	No
5		X

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

	Yes	No
6	X	

If 'Yes,' attach a detailed description of the activities

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

	Yes	No
7	X	

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

	Yes	No
8 a		

b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?

NY - New York

8 b

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

9

If 'Yes,' attach the statement required by General Instruction T.

10

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

10

• By language in the governing instrument, or

X

• 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?

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV

8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► _____

NY - New York

8 b

b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation

9

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

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

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address 13

14 The books are in care of ► R. ELLEN PATTI AVELLINO Telephone no. ► (203) 869-8506
Located at ► 280 Round Hill Road, Greenwich, CT ZIP + 4 ► 06830

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 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

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

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

1a During the year did the foundation (either directly or indirectly):

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes 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 ► 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? 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) 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) 3b

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a

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

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)?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?

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?

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CLEMENT S. PATTI, ESQ. 22 DWIGHT LANE, BEDFORD HILLS NY 10507	TREAS&DIRECTOR 2.00	0.	0.	0.
ARIADNE ANNE AVELLINO 7262 THOMAS DRIVE MADIERA OH 45243	DIRECTOR 1.00	0.	0.	0.
R. E. PATTI-AVELLINO, ESQ. 280 ROUND HILL ROAD GREENWICH CT 06832	FOUNDATION MGR 21.30	48,000.	0.	0.
See Information about Officers, Directors, Trustees, Etc		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				
0				
0				
0				
0				

Total number of other employees paid over \$50,000

►

None

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

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

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

Total number of others receiving over \$50,000 for professional services

None

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 _____

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 _____
2 _____

All other program-related investments See instructions

3 _____

Total. Add lines 1 through 3

Form 990-PF (2011)

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes	
a Average monthly fair market value of securities	1a 1,977,800.
b Average of monthly cash balances	1b 236,636.
c Fair market value of all other assets (see instructions)	1c 1,256.
d Total (add lines 1a, b, and c)	1d 2,215,692.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e
2 Acquisition indebtedness applicable to line 1 assets	2
3 Subtract line 2 from line 1d	3 2,215,692.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4 33,235.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 2,182,457.
6 Minimum investment return. Enter 5% of line 5	6 109,123.

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	1 109,123.
2a Tax on investment income for 2011 from Part VI, line 5	2a 572.
b Income tax for 2011 (This does not include the tax from Part VI)	2b
c Add lines 2a and 2b	2c 572.
3 Distributable amount before adjustments Subtract line 2c from line 1	3 108,551.
4 Recoveries of amounts treated as qualifying distributions	4
5 Add lines 3 and 4	5 108,551.
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	7 108,551.

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 185,440.
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	4 185,440.
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)	5 572.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6 184,868.

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

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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				108,551.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				119,953.
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006	156,941.			
b From 2007	142,114.			
c From 2008	275,628.			
d From 2009	153,100.			
e From 2010	171,895.			
f Total of lines 3a through e	899,678.			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 185,440.				
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	185,440.			
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	1,085,118.			
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				
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 instructions			119,953.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				108,551.
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)	156,941.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	928,177.			
10 Analysis of line 9:				
a Excess from 2007	142,114.			
b Excess from 2008	275,628.			
c Excess from 2009	153,100.			
d Excess from 2010	171,895.			
e Excess from 2011	185,440.			

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Form 990-PF (2011)

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	<input type="checkbox"/> 4942(j)(3) or			4942(j)(5)																																								
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	<table border="1"> <thead> <tr> <th>Tax year</th> <th colspan="3">Prior 3 years</th> </tr> <tr> <th>(a) 2011</th> <th>(b) 2010</th> <th>(c) 2009</th> <th>(d) 2008</th> </tr> </thead> <tbody> <tr><td></td><td></td><td></td><td></td></tr> <tr><td></td><td></td><td></td><td></td></tr> <tr><td></td><td></td><td></td><td></td></tr> <tr><td></td><td></td><td></td><td></td></tr> <tr><td></td><td></td><td></td><td></td></tr> <tr><td></td><td></td><td></td><td></td></tr> <tr><td></td><td></td><td></td><td></td></tr> <tr><td></td><td></td><td></td><td></td></tr> </tbody> </table>				Tax year	Prior 3 years			(a) 2011	(b) 2010	(c) 2009	(d) 2008																																
Tax year	Prior 3 years																																											
(a) 2011	(b) 2010	(c) 2009	(d) 2008																																									
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)(ii)																																												
(3) Largest amount of support from an exempt organization																																												
(4) Gross investment income																																												

Part XV **Supplementary Information** (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

THE KURT BERLINER FOUNDATION, INC.

280 ROUND HILL ROAD ATTN: R. ELLEN PATTI AVELLINO

GREENWICH CT 06831 (203) 869-8506

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

SEE DETAILED STATEMENT ATTACHED.

c Any submission deadlines

NONE

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

SEE DETAILED STATEMENT ATTACHED.

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
<i>a Paid during the year</i>				
METROPOLITAN OPERA ASSOC LINCOLN CENTER NEW YORK NY 10023		N/A	TAX EXEMPT UNRESTRICTED GIFT FOR GEN DEVEL FUND	5,000.
MUSEUM OF MODERN ART 11 WEST 55TH STREET NEW YORK NY 10028		N/A	TAX EXEMPT UNRESTRICTED GIFT	550.
AMERICAN MUSEUM OF NATURAL HISTORY CENTRAL PK WEST @ 79TH ST. NEW YORK NY 10024		N/A	TAX EXEMPT UNRESTRICTED GIFT	2,000.
MUSEUM OF THE CITY OF NEW YORK 1220 FIFTH AVENUE NEW YORK NY 10029		N/A	TAX EXEMPT UNRESTRICTED GIFT	1,000.
BRUCE MUSEUM ONE MUSEUM DRIVE GREENWICH CT 06830		N/A	TAX EXEMPT GENERAL FUND	2,500.
CHINA CARES PROJECT PO BOX 142, GREENWICH CT 06836		N/A	TAX EXEMPT RESTRICTED TO MEDICAL ASSISTANCE	20,000.
COMMUNITY CENTERS INC 61 E PUTNAM AVANUE GREENWICH CT 06830		N/A	TAX EXEMPT UNRESTRICTED GIFT	3,200.
CALL A RIDE 7272 GREENVILLE AVENUE DALLAS TX 75231		N/A	TAX EXEMPT RESTRICTED TAG GREENWICH	250.
NEW YORK BOTANICAL GARDENS 200TH ST. & KAZIMIROFF BLVD BRONX NY 10458		N/A	TAX EXEMPT RESTRICTED TO DEVELOPMNT OF LIBRARY EXHIBITIONS	15,000.
See Line 3a statement				135,940.
Total			► 3a	185,440.
<i>b Approved for future payment</i>				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
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					
4 Dividends and interest from securities					
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					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a REIMBURSED EXPENSES					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)					
13 Total Add line 12, columns (b), (d), and (e)					

(See worksheet in line 13 instructions to verify calculations)

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

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	1 a (1)	X
(2)	Other assets	1 a (2)	X
b	Other transactions		
(1)	Sales of assets to a noncharitable exempt organization	1 b (1)	X
(2)	Purchases of assets from a noncharitable exempt organization	1 b (2)	X
(3)	Rental of facilities, equipment, or other assets	1 b (3)	X
(4)	Reimbursement arrangements	1 b (4)	X
(5)	Loans or loan guarantees	1 b (5)	X
(6)	Performance of services or membership or fundraising solicitations	1 b (6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c	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.

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

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.

Sign
Here

Signature of officer or trustee

Dat

—
Tui

May the IRS discuss
this return with the
preparer shown below
(see instructions)?

Signature of owner or trustee		Date	Date	Yes	No
Paid Preparer Use Only	Print/Type preparer's name		Preparer's Signature	Date	
	ROY J MACCHIAROLA CPA		<i>roy j macchiarola CPA</i>	06/20/12	<input checked="" type="checkbox"/> if self-employed
	Firm's name ►		ROY J. MACCHIAROLA CPA, PLLC		
	Firm's address ►		734 WALT WHITMAN RD # 410 MELVILLE NY 11747		
			Phone no	(631) 351-4680	
				PTIN	
					P00748625

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Form 990-PF (2011)

Depreciation and Amortization
(Including Information on Listed Property)

2011

Name(s) shown on return

THE KURT BERLINER FOUNDATION, INC.

Business or activity to which this form relates

Form 990-PF page 1

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			
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			
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 instrs)	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	1,415.
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			27.5 yrs	MM	S/L	
			39 yrs	MM	S/L	
				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	0.
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	1,415.
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	

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable

Section A – Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles)

24a Do you have evidence to support the business/investment use claimed?					<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	24b If 'Yes,' is the evidence written?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation deduction	(i) Elected section 179 cost	
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)						25			
26 Property used more than 50% in a qualified business use:									
COMPUTER EQUIPMENT	01/04/99	100.00	8,226.	8,226.	5.00	SL-HY	0.		
27 Property used 50% or less in a qualified business use									
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1						28	0.		
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1						29			

Section B – Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other 'more than 5% owner,' or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

30 Total business/investment miles driven during the year (do not include commuting miles)	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
	Yes	No										
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C – Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions).

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners	<input type="checkbox"/> Yes	<input type="checkbox"/> No
39 Do you treat all use of vehicles by employees as personal use?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions) <i>Note: If your answer to 37, 38, 39, 40, or 41 is 'Yes,' do not complete Section B for the covered vehicles</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2011 tax year (see instructions)					
43 Amortization of costs that began before your 2011 tax year				43	
44 Total. Add amounts in column (f). See the instructions for where to report				44	

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ►
- 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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions THE KURT BERLINER FOUNDATION, INC.	Employer identification number (EIN) or X 13-3320078
	Number, street, and room or suite number. If a P O box, see instructions 280 ROUND HILL RD, c/o R.E.PATTI-AVELLINO,	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions GREENWICH	CT 06830

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

04

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 (section 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 ► R. ELLEN PATTI AVELLINO

Telephone No ► (203) 869-8506 FAX No. ► (203) 869-8506

- 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 Aug 15, 20 12, to file the exempt organization return for the organization named above

The extension is for the organization's return for

► calendar year 20 11 or

► tax year beginning , 20 , and ending , 20 .

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 \$ <u>0.</u>
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 \$ <u>1,500.</u>
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 \$ <u>0.</u>

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

Name

THE KURT BERLINER FOUNDATION, INC.

Employer Identification Number

13-3320078

Asset Information:

Description of Property		SALE OF STOCKS & BONDS	
Date Acquired	Various	How Acquired	Purchased
Date Sold	Various	Name of Buyer	MERRILL LYNCH & RBC ADVISORS
Sales Price:	861,023.	Cost or other basis (do not reduce by depreciation)	782,389.
Sales Expense		Valuation Method	Cost
Total Gain (Loss):	78,634.	Accumulation Depreciation:	
Description of Property			
Date Acquired:		How Acquired:	
Date Sold:		Name of Buyer:	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense:		Valuation Method:	
Total Gain (Loss):		Accumulation Depreciation:	
Description of Property			
Date Acquired:		How Acquired:	
Date Sold:		Name of Buyer:	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense:		Valuation Method:	
Total Gain (Loss):		Accumulation Depreciation:	
Description of Property			
Date Acquired:		How Acquired:	
Date Sold:		Name of Buyer:	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense:		Valuation Method:	
Total Gain (Loss):		Accumulation Depreciation:	
Description of Property			
Date Acquired:		How Acquired:	
Date Sold:		Name of Buyer:	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense:		Valuation Method:	
Total Gain (Loss):		Accumulation Depreciation:	
Description of Property			
Date Acquired:		How Acquired:	
Date Sold:		Name of Buyer:	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense:		Valuation Method:	
Total Gain (Loss):		Accumulation Depreciation:	
Description of Property			
Date Acquired:		How Acquired:	
Date Sold:		Name of Buyer:	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense:		Valuation Method:	
Total Gain (Loss):		Accumulation Depreciation:	
Description of Property			
Date Acquired:		How Acquired:	
Date Sold:		Name of Buyer:	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense:		Valuation Method:	
Total Gain (Loss):		Accumulation Depreciation:	

Miscellaneous Statement**PAGE 10 PART XV 2-b**

**WRITTEN PROPOSAL INCLUDING GENERAL HISTORY
OF GRANTEE INCLUDING MISSION STATEMENT
AND LISTING OF DIRECTORS, OPERATING AND
FINANCIAL DETAILS OF THE SPECIFIC PROJECT
FOR WHICH FUNDING IS REQUESTED, MINIMUM
TWO (2) YEARS TAX RETURNS AND FINANCIAL
STATEMENTS.**

Total

Miscellaneous StatementPAGE 10 PART XV 2-d

**IN GENERAL, THE FOUNDATION DOES NOT FUND
START-UP CHARITIES AND/OR PROJECTS, NOR
ENDOWMENT OR ENDOWMENT-TYPE NEEDS OF
ANY NATURE, NOR CHARITIES THAT DO NOT
HAVE EITHER AUDITED OR CERTIFIED
FINANCIAL STATEMENTS. IN ADDITION, ONLY
IRS 501(c)(3) ORGANIZATIONS WILL BE
CONSIDERED FOR GRANT FUNDING.**

Total

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
NYS CHARITIES FEE	250.			
FOREIGN TAXES	150.	150.		
FEDERAL EXCISE TAX	572.			
Total	972.	150.		

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
COMPUTER EXPENSES	316.			
TELEPHONE	345.			
OFFICE EXPENSES	327.			
CREDIT CARD FEES	260.			
BROKER PROCESSING FEES	43.	43.		
Total	1,291.	43.		

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> GABRIELLA AVELLINO 280 ROUND HILL ROAD GREENWICH CT 06832	DIRECTOR 1.00	0.	0.	0.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> FRANK E. SELNES 47 POTTER AVE. STATEN ISLAND NY 10312	PRES & DIRECTOR 2.00	0.	0.	0.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> JOHN T. AVELLINO 280 ROUND HILL ROAD GREENWICH CT 06832	DIRECTOR 1.00	0.	0.	0.

Total

0. **0.** **0.**

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Found- ation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
<i>a Paid during the year</i>				
<u>NEW YORK BOTANICAL GARDENS</u> <u>200TH ST. & KAZIMIROFF BLVD</u> <u>BRONX NY 10458</u>	<u>N/A</u>	<u>TAX</u> <u>EXEMPT</u>	<u>UNRESTRICTED</u> <u>GIFT</u>	Person or Business <input checked="" type="checkbox"/> 3,000.
<u>GARDEN CLUB OF AMERICA</u> <u>14 EAST 50TH</u> <u>ST., NY NY 10022</u>	<u>N/A</u>	<u>TAX</u> <u>EXEMPT</u>	<u>UNRESTRICTED</u> <u>GIFT</u>	Person or Business <input checked="" type="checkbox"/> 26,600.
<u>UNIV OF PENNSYLVANIA</u> <u>601 FRANKLIN BLDG</u> <u>PHILADELPHIA PA 19104</u>	<u>N/A</u>	<u>TAX</u> <u>EXEMPT</u>	<u>UNRESTRICTED</u> <u>GIFT</u>	Person or Business <input checked="" type="checkbox"/> 250.
<u>THE HOTCHKISS SCHOOL</u> <u>11 INTERLAKEN ROAD</u> <u>LAKEVILLE CT 06039</u>	<u>N/A</u>	<u>TAX</u> <u>EXEMPT</u>	<u>RESTRICTED GIFT</u> <u>SCHOLARSHIP</u> <u>FUND</u>	Person or Business <input checked="" type="checkbox"/> 2,000.
<u>FRIENDS OF KAREN INC</u> <u>875 THIRD AVENUE 19th FL</u> <u>NEW YORK NY 10001</u>	<u>N/A</u>	<u>TAX</u> <u>EXEMPT</u>	<u>RESTRICTED TO</u> <u>HOUSING FUND</u> <u>OPERATIONS</u>	Person or Business <input checked="" type="checkbox"/> 2,500.
<u>BOSTON UNIV MED SCHOOL</u> <u>72 E. CONCORD ST L-219</u> <u>BOSTON MA 06878</u>	<u>N/A</u>	<u>TAX</u> <u>EXEMPT</u>	<u>RESTRICTED GIFT TO</u> <u>CAPITAL CAMPAIGN</u> <u>BUILDING ON CAMPUS</u>	Person or Business <input checked="" type="checkbox"/> 21,500.
<u>FRIENDS OF KAREN INC</u> <u>875 THIRD AVENUE 19th FL</u> <u>NEW YORK NY 10001</u>	<u>N/A</u>	<u>TAX</u> <u>EXEMPT</u>	<u>UNRESTRICTED</u> <u>GIFT</u>	Person or Business <input checked="" type="checkbox"/> 1,000.
<u>NATIONAL GARDEN CLUBS</u> <u>4401 MAGNOLIA AVANUE</u> <u>ST. LOUIS MO 63110</u>	<u>N/A</u>	<u>TAX</u> <u>EXEMPT</u>	<u>RESTRICTED TO</u> <u>FLOWER SHOWS &</u> <u>FUNDRAISING</u>	Person or Business <input checked="" type="checkbox"/> 1,000.
<u>EXCHANGE FOR WOMEN'S WORK INC</u> <u>28 SHERWOOD PLACE</u> <u>GREENWICH CT 06830</u>	<u>N/A</u>	<u>TAX</u> <u>EXEMPT</u>	<u>UNRESTRICTED</u> <u>GIFT</u>	Person or Business <input checked="" type="checkbox"/> 10,000.
<u>MARITIME MUSEUM</u> <u>10 NORTH WATER ST</u> <u>NORWALK CT 06854</u>	<u>N/A</u>	<u>TAX</u> <u>EXEMPT</u>	<u>UNRESTRICTED</u> <u>GIFT</u>	Person or Business <input checked="" type="checkbox"/> 150.
<u>AUDUBON SOCIETY OF AMERICA</u> <u>613 RIVERSVILLE ROAD</u> <u>GREENWICH CT 06831</u>	<u>N/A</u>	<u>TAX</u> <u>EXEMPT</u>	<u>RESTRICTED</u> <u>GIFT FOR OPEN</u> <u>SPACE</u>	Person or Business <input checked="" type="checkbox"/> 22,500.
<u>MEALS ON WHEELS INC</u> <u>89 MAPLE AVENUE</u> <u>GREENWICH CT 06831</u>	<u>N/A</u>	<u>TAX</u> <u>EXEMPT</u>	<u>UNRESTRICTED</u> <u>GIFT</u>	Person or Business <input checked="" type="checkbox"/> 500.
<u>WAFA USA, INC</u> <u>6329 EAST 55TH PLACE</u> <u>INDIANAPOLIS IN 46226</u>	<u>N/A</u>	<u>TAX</u> <u>EXEMPT</u>	<u>UNRESTRICTED</u> <u>GIFT</u>	Person or Business <input checked="" type="checkbox"/> 14,600.
<u>GARDEN EDUCATION CENTER</u> <u>PO BOX 1600</u> <u>GREENWICH CT 06831</u>	<u>N/A</u>	<u>TAX</u> <u>EXEMPT</u>	<u>UNRESTRICTED</u> <u>GIFT</u>	Person or Business <input checked="" type="checkbox"/> 1,250.
<u>NATIONAL HYPERTENSION ASSOC. INC</u> <u>324 EAST 30TH STREET</u> <u>NEW YORK NY 10001</u>	<u>N/A</u>	<u>TAX</u> <u>EXEMPT</u>	<u>UNRESTRICTED</u> <u>GIFT</u>	Person or Business <input checked="" type="checkbox"/> 1,000.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Found- ation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
NY HORTICULTURAL SOCIETY 148 WEST 37TH STREET NEW YORK NY 10001	N/A	TAX EXEMPT	UNRESTRICTED GIFT	Person or Business <input checked="" type="checkbox"/> 15,350.
PENNSLYVANIA HORTICULTURAL SOCIETY 100 NORTH 20TH ST. 5TH FLR PHILADELPHIA PA 19103	N/A	TAX EXEMPT	UNRESTRICTED GIFT	Person or Business <input checked="" type="checkbox"/> 4,050.
ROYAL OAK FOUNDATION 35 WEST 35TH ST STE 1200 NEW YORK NY 10001	N/A	TAX EXEMPT	UNRESTRICTED GIFT	Person or Business <input checked="" type="checkbox"/> 1,340.
SOCIETY OF THE FOUR ARTS FOUR ARTS PLAZA PALM BEACH FL 33480	N/A	TAX EXEMPT	UNRESTRICTED GIFT	Person or Business <input checked="" type="checkbox"/> 2,300.
THE SALVATION ARMY NAT'L HQTRS 615 SISTERS LANE ALEXANDRIA VA 22313	N/A	TAX EXEMPT	UNRESTRICTED GIFT	Person or Business <input checked="" type="checkbox"/> 300.
TEMPLE ISRAEL 280 OLD MARMAMONECK ROAD WHITE PLAINS NY 10605	N/A	TAX EXEMPT	UNRESTRICTED GIFT	Person or Business <input checked="" type="checkbox"/> 1,000.
THE ROTARY FOUNDATION VALLEY ROAD GREENWICH CT 06836	N/A	TAX EXEMPT	RESTRICTED CHILDREN'S FUND GIFT	Person or Business <input checked="" type="checkbox"/> 1,250.
THE ACTOR'S FUND 729 SEVENTH AVENUE NEW YORK NY 10019	N/A	TAX EXEMPT	RESTRICTED GIFT AIDS PROJECT	Person or Business <input type="checkbox"/> 2,500.
				Person or Business <input checked="" type="checkbox"/>

Total

135,940.Form 990-PF, Page 1, Part I
Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ROY J MACCHIAROLA CPA	ACCOUNTING AND TAX SER	<u>8,000.</u>			

Total

8,000.

Form 990-PF, Page 1, Part I
Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MERRILL LYNCH	INVESTMENT ADVISOR	7,094.			
DSM CAPITAL	INVESTMENT ADVISOR	12,290.			
Total	<u>19,384.</u>				

Form 990-PF, Line 19
Allocated Depreciation

Description	Date Acquire	Cost or Basis	Prior Yr Depr	Mthd	Life	Current Depr	Net Invest Income	Adjusted Net Income
COMPUTER EQUIPMENT	01/04/99	8226	8226	SL	5.00	0		
FURNISHINGS	03/01/00	2290	2290	200DB	5.00	0		
FURNITURE & FIXTURES	03/01/00	4272	4272	200DB	7.00	0		
OFFICE EQUIPMENT	03/01/00	4270	4270	200DB	5.00	0		
OFFICE EQUIPMENT	07/22/02	930	930	SL	5.00	0		
OFFICE FURNITURE	07/01/02	4674	4660	SL	7.00	0		
FURNISHINGS	07/01/02	6128	6128	SL	7.00	0		
FURNISHINGS	07/01/03	1221	1221	200DB	7.00	0		
FURNITURE & FIXTURES	07/01/03	9007	9007	200DB	5.00	0		
OFFICE FURNITURE	07/01/04	8212	7839	200DB	7.00	373		
OFFICE EQUIPMENT	07/01/04	3847	3847	200DB	5.00	0		
OFFICE FURNITURE	07/01/05	2240	1760	SL	7.00	320		
COMPUTER EQUIPMENT	07/01/05	2440	2440	SL	5.00	0		
COMPUTER EQUIPMENT	07/01/08	3607	1803	SL	5.00	722		

Total

Form 990-PF, Page 2, Part II, Line 10a
L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
120K FED HOME LN MTG CORP 5.75% 01/			124,780.	120,228.
Total			124,780.	120,228.

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
SEE SUPPORTING SCHEDULE ATTACHED - MERRILL LYNCH	116,966.	427,128.
SEE SUPPORTING SCHEDULE ATTACHED - RBC ADVISORS	1,034,460.	1,221,911.

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Continued

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
Total	<u>1,151,426.</u>	<u>1,649,039.</u>

Form 990-PF, Page 2, Part II, Line 10c
L-10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
130K GENERAL ELECTRIC CO NOTES GLB 5.00% 02/01/2013	127,639.	135,473.
Total	<u>127,639.</u>	<u>135,473.</u>

Form 990-PF, Page 2, Part II, Line 11
L-11 Stmt

Line 11b - Description of Investments Land, Buildings and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
OFFICE FURNISHINGS	9,639.	9,639.	0.
OFFICE FURNITURE & FIXTURES	28,405.	28,231.	174.
OFFICE EQUIPMENT	9,047.	9,047.	0.
COMPUTER HARDWARE	14,273.	13,191.	1,082.
Total	<u>61,364.</u>	<u>60,108.</u>	<u>1,256.</u>

Form 990-PF, Page 2, Part II, Line 15
Other Assets Stmt

Line 15 - Other Assets:	Beginning Year Book Value	End of Year	
	Book Value	Fair Market Value	
ACCRUED INTEREST RECEIVABLE	7,271.	5,228.	5,228.
REFUND RECEIVABLE - VISA	0.	2,220.	2,220.
NYS CHARITIES RECEIVABLE	0.	250.	250.
Total	<u>7,271.</u>	<u>7,698.</u>	<u>7,698.</u>

Supporting Statement of:**Form 990-PF, p2/Line 2(a)**

Description	Amount
CITIBANK N A	138.
MERRILL LYNCH EMA CASH ACCOUNT	264,164.
RBC ADVISORS SECURITIES CASH & MONEY MKT	5,219.
Total	<u>269,521.</u>

Supporting Statement of:**Form 990-PF, p2/Line 2(b)**

Description	Amount
CASH IN BANK - CITIBANK	138.
.	160,693.
CASH IN BANK - RBC	4,439.
Total	<u>165,270.</u>

Supporting Statement of:**Form 990-PF, p12/Line 4 Column (e)**

Description	Amount
INTEREST INCOME - MERRILL LYNCH	15,393.
DIVIDEND INCOME - MERRILL LYNCH	11,925.
DIVIDEND INCOME - RBC	10,809.
Total	<u>38,127.</u>

ID#13-3320078
SUPPORTING SCHEDULE 2011 FORM 990-PF PG 2 PART II LINE 10(b)

US EQUITIES **RBC ADVISOR SERVICES – BOOK VALUE & FAIR MARKET VALUE**

DESCRIPTION	SYMBOL/CUSIP	QUANTITY	MARKET PRICE	MARKET VALUE	NET COST *
ALLERGAN INC	AGN	510,000	\$87,740	\$44,747.40	\$33,873.03
APPLE INC	AAPL	245,000	\$405,000	\$99,225.00	\$27,171.02
BAKER HUGHES INC	BHI	780,000	\$48,640	\$37,939.20	\$44,516.00
CELGENE CORP	CELG	1,090,000	\$67,600	\$73,684.00	\$54,486.82
COGNIZANT TECHNOLOGY SOLUTIONS CORP-CL A	CTSH	770,000	\$64,310	\$49,518.70	\$48,433.13
DISCOVERY COMMUNICATIONS INC COM SER A	DISCA	710,000	\$40,970	\$29,088.70	\$29,825.92
DOLLAR GENERAL CORPORATION NEW	DG	1,120,000	\$41,140	\$46,076.80	\$36,754.58
EXPEDITORS INTERNATIONAL OF WASHINGTON INC	EXPD	930,000	\$40,960	\$38,092.80	\$39,872.39
FRANKLIN RESOURCES INC	BEN	200,000	\$96,060	\$19,212.00	\$25,125.22
FS NETWORKS INC	FFIV	330,000	\$106,120	\$35,019.60	\$27,129.68
GENERAL ELECTRIC CO	GE	2,490,000	\$17,910	\$44,595.90	\$51,338.42
GOOGLE INC CL A	GOOG	44,000	\$645,900	\$28,419.60	\$20,563.40
INTUITIVE SURGICAL INC NEW	ISRG	67,000	\$463,010	\$31,021.67	\$19,419.09
LAS VEGAS SANDS CORP	LVS	680,000	\$42,730	\$29,056.40	\$30,301.32
MONSANTO CO NEW	MON	490,000	\$70,070	\$34,334.30	\$34,056.93
NETAPP INC	NTAP	800,000	\$36,270	\$29,016.00	\$26,138.88
NIKE INC-CL B	NKE	280,000	\$96,370	\$26,983.60	\$23,220.25
PHILIP MORRIS INTERNATIONAL INC	PM	610,000	\$78,480	\$47,872.80	\$41,371.95
PRAXAIR INC	PX	300,000	\$106,900	\$32,070.00	\$29,762.94
PRICELINE COM INC COM NEW	PRCLN	84,000	\$467,710	\$39,287.64	\$23,465.15
ROVI CORP	ROVI	340,000	\$24,580	\$8,357.20	\$20,603.74
STARBUCKS CORP	SBUX	790,000	\$46,010	\$36,347.90	\$27,891.75
TIFFANY & CO NEW	TIF	175,000	\$66,260	\$11,595.50	\$11,625.63
VISA INC CL A COMMON STOCK	V	700,000	\$101,530	\$71,071.00	\$52,880.60
YUM BRANDS INC	YUM	510,000	\$59,010	\$30,095.10	\$25,399.28
3M COMPANY	MMM	560,000	\$81,730	\$45,768.80	\$48,358.19
NESTLE SA-SPONSORED ADR REPSTG REGD ORD (SF 10 PAR)	NSRGY	570,000	\$57,748	\$32,916.36	\$29,383.93
SABMILLER PLC SPONSORED ADR	SBMRY	900,000	\$35,224	\$31,701.60	\$27,120.22
SCHLUMBERGER LTD	SLB	750,000	\$68,310	\$51,232.50	\$48,973.43
SHIRE PLC AMERICAN DEPOSITORY SHARES	SHPGY	570,000	\$103,900	\$59,223.00	\$41,671.44
TENCENT HOLDINGS LIMITED	TCEHY	1,410,000	\$20,099	\$28,339.59	\$33,726.19
TOTAL				1,221,911	1,034,460

**THE KURT BERLINER FOUNDATION INC
SUPPORTING SCHEDULE 2011 FORM 990-PF PG 2 PART II LINE 10(b)
MERRILL LYNCH – BOOK VALUE & FAIR MARKET VALUE**

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11
Equities				
222	BP PLC SPON ADR	01/20/93	4,111.38	9,488.28
328	BP PLC SPON ADR	01/20/93	10,937.50	14,018.72
330	CHEVRON CORP	01/20/93	5,651.25	35,112.00
820	EXXON MOBIL CORP COM	01/20/93	11,992.51	69,503.20
4,500	GENERAL ELECTRIC	01/20/93	30,984.76	80,595.00
2,100	3M COMPANY	01/20/93	49,548.44	171,633.00
640	UNITED TECHS CORP COM	01/20/93	3,740.00	46,777.60
Total Equities			<u>116,966</u>	<u>427,128</u>

Statement Period
Year Ending 12/31/11

THE KURT BERLINER FOUNDATION INC
SUPPORTING SCHEDULE 2011 FORM 990-PF PART IV LINE 1(d)
COLUMNS (a) – (l)

For Reporting Period: 01/01/2011 - 12/31/2011

For Portfolio: BERLFD - The Kurt Berliner Foundation

ID#13-33320078
Pg 6 of 6

Identifier	Security Name	Dates			Reference Numbers			Proceeds	Cost	Realized Gain/Loss			
		Buy	Sell	Trans	COT	LOT	Shares/PAR			Short Term	%	Long Term	%
STT	State Street	6/5/2009	2/8/2011	369311	170700	93774	155	7,311.30	7,521.18	0.00	0.00	-209.88	-2.79
STT	State Street	6/5/2009	2/9/2011	371446	172556	93774	20	942.21	970.48	0.00	0.00	-28.27	-2.91
STT	State Street	6/17/2009	2/9/2011	371446	172557	95048	130	6,124.35	5,939.40	0.00	0.00	184.95	3.11
STT	State Street	8/3/2010	2/9/2011	371446	172558	138630	200	9,422.08	8,023.90	1,398.18	17.43	0.00	0.00
		STT Total		715		33,705.57		31,512.01		1,398.18		4.44	795.38
TGT	Target	12/15/2009	1/6/2011	356537	163791	110258	60	3,324.53	2,867.59	0.00	0.00	456.94	15.93
TGT	Target	12/21/2009	1/6/2011	356537	163792	110801	200	11,081.77	9,857.72	0.00	0.00	1,224.05	12.42
TGT	Target	1/7/2010	1/6/2011	356537	163793	111384	210	11,635.86	10,558.19	1,077.67	10.21	0.00	0.00
TGT	Target	4/8/2010	1/6/2011	356537	163794	122893	160	8,865.41	8,954.57	-89.16	-1.00	0.00	0.00
		TGT Total		630		34,907.57		32,238.07		988.51		3.07	1,680.99
VAR	Varian Medical Systems	10/14/2008	1/4/2011	354473	163012	70247	10	692.03	439.72	0.00	0.00	252.31	57.38
VAR	Varian Medical Systems	10/24/2008	1/4/2011	354473	163013	76033	50	3,460.15	2,049.86	0.00	0.00	1,410.29	68.80
VAR	Varian Medical Systems	10/24/2008	8/10/2011	436515	202576	76033	40	2,120.57	1,639.89	0.00	0.00	480.68	29.31
VAR	Varian Medical Systems	7/30/2009	8/10/2011	436515	202577	99174	160	8,482.30	5,500.18	0.00	0.00	2,982.12	54.22
VAR	Varian Medical Systems	11/2/2009	8/10/2011	436515	202578	106925	180	9,542.59	7,838.34	0.00	0.00	1,704.25	21.74
VAR	Varian Medical Systems	5/20/2011	8/10/2011	436515	202579	185065	80	4,241.15	5,524.45	-1,283.30	-23.23	0.00	0.00
		VAR Total		520		28,538.79		22,992.44		-1,283.30		-5.58	6,829.65
WPPGY	WPP plc	2/16/2011	9/7/2011	453490	214735	165568	190	9,307.71	12,773.32	-3,465.61	-27.13	0.00	0.00
WPPGY	WPP plc	2/18/2011	9/7/2011	453490	214736	166198	190	9,307.71	12,984.11	-3,676.40	-28.31	0.00	0.00
WPPGY	WPP plc	4/21/2011	9/7/2011	453490	214737	174980	80	3,919.03	5,002.92	-1,083.89	-21.67	0.00	0.00
		WPPGY Total		460		22,534.45		30,760.35		-8,225.90		-26.74	0.00
YUM	Yum! Brands	7/29/2011	12/14/2011	476838	226638	188004	200	11,481.37	10,588.60	892.77	8.43	0.00	0.00
YUM	Yum! Brands	7/29/2011	12/20/2011	479660	227717	188004	40	2,328.23	2,117.72	210.51	9.94	0.00	0.00
YUM	Yum! Brands	8/3/2011	12/20/2011	479660	227718	189063	40	2,328.23	2,019.10	309.13	15.31	0.00	0.00
		YUM Total		280		16,137.82		14,725.42		1,412.40		9.59	0.00
		BERLFD Total in US Dollar		741,023		662,389		NET CAPITAL GAIN		78,634			

THE KURT BERLINER FOUNDATION INC
SUPPORTING SCHEDULE 2011 FORM 990-PF PART IV LINE 1(d)

For Reporting Period: 01/01/2011 - 12/31/2011
 For Portfolio: BERLFD - The Kurt Berliner Foundation
COLUMNS (a) - (l)

ID#13-3320078
Pg 1 of 6

For Reporting Period: 01/01/2011 - 12/31/2011
 For Portfolio: BERLFD - The Kurt Berliner Foundation

Identifier	Security Name	Dates	Buy	Sell	Trans	COT	LOT	Reference Numbers	Shares/PAR	Proceeds	Cost	Short Term	%	Long Term	%	Realized Gain/Loss
ADBE	Adobe	2/1/2007	8/10/2011	436506	.202560	6750	160	3,780.95	6,186.91	0.00	0.00	-2,405.96	-38.89			
ADBE	Adobe	2/15/2007	8/10/2011	436506	202561	6751	110	2,599.40	4,259.59	0.00	0.00	-1,660.19	-38.98			
ADBE	Adobe	1/3/2008	8/10/2011	436506	202562	29300	250	5,907.73	10,444.95	0.00	0.00	-4,537.22	-43.44			
ADBE	Adobe	4/22/2009	8/10/2011	436506	202563	89203	220	5,198.81	5,372.69	0.00	0.00	-173.88	-3.24			
ADBE	Adobe	2/8/2010	8/10/2011	436506	202564	114250	190	4,489.88	6,184.14	0.00	0.00	-1,694.26	-27.40			
ADBE	Adobe	9/22/2010	8/10/2011	436506	202565	142923	210	4,962.50	5,446.14	-483.64	-8.88	0.00	0.00	0.00		
ADBE	Adobe	5/11/2011	8/10/2011	436506	202566	181615	70	1,654.17	2,506.47	-552.30	-34.00	0.00	0.00	0.00		
					ADBE Total		1,210	28,593.43	40,400.89	-1,335.95	-3.31	-10,471.51	-25.92			
AGN	Allergan	5/19/2010	5/19/2011	414057	193427	112500	70	5,818.52	4,269.95	0.00	0.00	1,548.57	36.27			
ALTR	Altera Corp	2/8/2010	3/21/2011	383063	179579	114251	100	4,075.10	2,206.36	0.00	0.00	1,868.74	84.70			
ALTR	Altera Corp	2/8/2010	3/24/2011	384734	180557	114251	250	10,536.12	5,515.90	0.00	0.00	5,020.22	91.01			
ALTR	Altera Corp	2/9/2010	3/24/2011	384734	180558	116012	40	1,685.78	882.34	0.00	0.00	803.44	91.06			
ALTR	Altera Corp	2/9/2010	3/30/2011	387366	181942	116012	160	6,921.82	3,529.36	0.00	0.00	3,392.46	96.12			
ALTR	Altera Corp	2/9/2010	4/5/2011	390034	182489	116012	130	5,613.04	2,867.61	0.00	0.00	2,745.43	95.74			
					ALTR Total		680	28,831.86	15,001.57	0.00	0.00	13,830.29	92.19			
CELG	Celgene	5/24/2006	2/3/2011	368160	169999	6723	210	10,387.85	8,284.50	0.00	0.00	2,103.35	25.39			
CELG	Celgene	5/25/2006	2/3/2011	368160	170000	6728	110	5,441.25	4,404.40	0.00	0.00	1,036.85	23.54			
					CELG Total		320	15,829.10	12,688.90	0.00	0.00	3,140.20	24.75			
CHRW	C.H. Robinson Worldwide	4/21/2010	4/18/2011	395482	185593	125611	50	3,751.51	3,023.17	728.34	24.09	0.00	0.00	0.00		
CHRW	C.H. Robinson Worldwide	4/21/2010	1/7/2011	358099	165226	125611	190	15,128.04	11,488.05	3,639.99	31.69	0.00	0.00	0.00		
CHRW	C.H. Robinson Worldwide	4/23/2010	4/18/2011	395482	185594	126437	30	2,250.91	1,842.28	408.63	22.18	0.00	0.00	0.00		
CHRW	C.H. Robinson Worldwide	4/23/2010	5/19/2011	414893	193904	126437	50	4,020.77	3,070.47	0.00	0.00	950.30	30.95			
CHRW	C.H. Robinson Worldwide	4/23/2010	8/10/2011	436508	202567	126437	40	2,567.83	2,456.37	0.00	0.00	111.46	4.54			
CHRW	C.H. Robinson Worldwide	4/28/2010	8/10/2011	436508	202568	127892	90	5,777.62	5,481.41	0.00	0.00	296.21	5.40			
CHRW	C.H. Robinson Worldwide	7/28/2010	8/10/2011	436508	202569	138212	110	7,061.53	7,071.63	0.00	0.00	-10.10	-0.14			
CHRW	C.H. Robinson Worldwide	10/19/2010	8/10/2011	436508	202570	144222	150	9,629.36	10,803.85	-1,174.49	-10.87	0.00	0.00	0.00		
					CHRW Total		710	50,187.57	45,237.23	3,602.47	7.96	1,347.87	2.98			
CTSH	Cognizant Technology Solutions	5/15/2009	4/26/2011	400258	187322	92255	60	4,911.49	1,552.67	0.00	0.00	3,358.82	216.3	3		

THE KURT BERLINER FOUNDATION INC
SUPPORTING SCHEDULE 2011 FORM 990-PF PART IV LINE 1(d)
COLUMNS (a) – (I)

For Reporting Period: 01/01/2011 - 12/31/2011
For Portfolio: BERLFID - The Kurt Berliner Foundation

ID#13-3320078
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Identifier	Security Name	Dates			Reference Numbers			Shares/PAR	Proceeds	Cost	Realized Gain/Loss		
		Buy	Sell	Trans	COT	LOT	Short Term				Short Term	%	Long Term
CTSH	Cognizant Technology Solutions	5/15/2009	4/27/2011	401101	187906	92255	110	8,937.47	2,846.57	0.00	0.00	6,090.90	213.97
CTSH	Cognizant Technology Solutions	5/15/2009	3/10/2011	380115	178455	92255	100	7,641.36	2,587.79	0.00	0.00	5,053.57	195.29
CTSH	Cognizant Technology Solutions	6/5/2009	4/27/2011	401101	187907	93773	60	4,874.98	1,622.20	0.00	0.00	3,252.78	200.52
CTSH	Cognizant Technology Solutions	6/5/2009	5/3/2011	406601	190457	93773	110	8,519.65	2,974.03	0.00	0.00	5,545.62	186.47
CTSH	Cognizant Technology Solutions	6/5/2009	5/4/2011	407010	190994	93773	90	7,025.74	2,433.29	0.00	0.00	4,592.45	188.73
CTSH	Cognizant Technology Solutions	6/5/2009	5/10/2011	409019	191425	93773	20	1,558.11	540.73	0.00	0.00	1,017.38	188.15
CTSH	Cognizant Technology Solutions	8/5/2009	5/10/2011	409019	191426	99955	80	6,232.42	2,708.62	0.00	0.00	3,523.80	130.10
CTSH	Cognizant Technology Solutions	8/5/2009	5/11/2011	410156	192172	99955	100	7,659.90	3,385.77	0.00	0.00	4,274.13	126.24
						CTSH Total	730	57,361.12	20,651.67	0.00	0.00	36,709.45	177.76
DANOY	Danone S.A.	11/1/2010	1/28/2011	366430	168992	147492	475	5,692.52	6,097.96	-405.44	-6.65	0.00	0.00
DANOY	Danone S.A.	11/2/2010	1/28/2011	366430	168993	148194	450	5,392.91	5,836.77	-443.86	-7.60	0.00	0.00
DISCA	Discovery Communications	12/7/2010	11/16/2011	470761	222945	154480	925	11,085.43	11,934.73	-849.30	-7.12	0.00	0.00
DISCA	Discovery Communications	12/22/2010	11/16/2011	470761	222946	156102	150	6,268.56	6,418.33	-149.77	-2.33	0.00	0.00
DISCA	Discovery Communications	1/6/2011	11/16/2011	470761	222947	158636	180	7,522.27	7,235.93	286.34	3.96	0.00	0.00
						DISCA Total	540	22,566.81	22,728.15	-161.34	-0.71	0.00	0.00
DLB	Dolby Laboratories	12/10/2010	2/28/2011	375319	175124	155439	60	3,034.16	4,050.66	-1,016.50	-25.09	0.00	0.00
DLB	Dolby Laboratories	12/10/2010	3/2/2011	377193	176149	155439	30	1,494.57	2,025.33	-530.76	-26.21	0.00	0.00
DLB	Dolby Laboratories	1/3/2011	3/2/2011	377193	176150	157276	90	4,483.72	6,095.30	-1,611.58	-26.44	0.00	0.00
DLB	Dolby Laboratories	1/26/2011	3/2/2011	377193	176151	162514	130	6,476.49	-	7,963.84	-1,487.35	-18.68	0.00
EXPD	Expeditors International	2/23/2010	9/14/2011	456198	215288	116540	10	432.97	371.69	0.00	0.00	61.28	16.49

THE KURT BERLINER FOUNDATION INC
SUPPORTING SCHEDULE 2011 FORM 990-PF PART IV LINE 1(d)
COLUMNS (a) – (I)

For Reporting Period: 01/01/2011 - 12/31/2011
For Portfolio: BERLFD - The Kurt Berliner Foundation

ID#13-3320078
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Identifier	Security Name	Dates			Reference Numbers			Proceeds			Cost			Realized Gain/Loss		
		Buy	Sell	Trans	COT	LOT	Shares/PAR	EXPD Total	140	6,061.55	5,128.88	4,757.19	0.00	0.00	871.39	18.32
EXPD	Expeditors International	2/26/2010	9/14/2011	456198	215289	1163982	130	5,628.58							932.67	18.18
GOOG	Google	10/18/2006	8/16/2011	442302	210270	6743	11	5,918.26							1,300.90	28.17
GOOG	Google	10/20/2006	8/16/2011	442302	210271	6745	27	14,526.63							2,223.44	18.07
GOOG	Google	2/28/2007	8/16/2011	442302	210272	6752	6	3,228.14							511.08	18.81
GOOG	Google	2/28/2007	8/19/2011	445562	211398	6752	5	2,537.12							272.90	12.05
GOOG	Google	4/20/2007	8/19/2011	445562	211399	6756	16	8,118.79							282.67	3.61
GOOG	Google	6/14/2007	8/19/2011	445562	211400	6764	1	507.42							3.11	0.62
							GOOG Total	66	34,836.35						4,594.09	15.19
ISRG	Intuitive Surgical	5/7/2010	8/22/2011	448222	212103	129438	26	8,574.16							147.15	1.75
ISRG	Intuitive Surgical	5/7/2010	9/16/2011	457419	215824	129438	9	3,518.95							601.91	20.63
ISRG	Intuitive Surgical	5/7/2010	4/7/2011	392128	183570	129438	20	7,443.90							0.00	0.00
ISRG	Intuitive Surgical	7/22/2010	9/16/2011	457419	215825	137307	6	2,345.96							450.61	23.77
ISRG	Intuitive Surgical	7/22/2010	9/22/2011	458410	216705	137307	17	6,250.43							880.28	16.39
							ISRG Total	78	28,133.40						2,079.95	8.29
IVZ	Invesco Ltd	3/29/2010	9/22/2011	458411	216706	120987	340	5,457.64							-1,796.19	-24.76
IVZ	Invesco Ltd	3/29/2010	6/1/2011	418774	194917	120987	170	4,058.48							431.56	11.90
IVZ	Invesco Ltd	4/6/2010	9/22/2011	458411	216707	121629	90	1,444.67							-563.52	-28.06
IVZ	Invesco Ltd	4/6/2010	9/23/2011	460070	218176	121629	430	6,762.61							-2,832.06	-29.52
IVZ	Invesco Ltd	4/29/2010	9/23/2011	460070	218177	128420	60	943.62							-462.44	-32.89
IVZ	Invesco Ltd	4/29/2010	9/26/2011	460767	218655	128420	210	3,294.01							-1,627.22	-33.07
IVZ	Invesco Ltd	1/1/2011	9/26/2011	460767	218656	166688	10	156.86							0.00	0.00
IVZ	Invesco Ltd	1/1/2011	9/27/2011	461787	219772	166688	240	4,067.92							0.00	0.00
							IVZ Total	1,550	26,185.81						-6,849.87	-19.55
JNPR	Juniper Networks	10/13/2010	7/29/2011	432478	199403	143705	360	8,530.18							0.00	0.00
JNPR	Juniper Networks	10/20/2010	7/29/2011	432478	199404	144680	200	4,738.99							0.00	0.00
JNPR	Juniper Networks	11/16/2010	7/29/2011	432478	199405	151061	70	1,658.65							0.00	0.00
JNPR	Juniper Networks	11/16/2010	8/3/2011	434351	200765	151061	230	5,250.36							0.00	0.00
JNPR	Juniper Networks	11/24/2010	8/3/2011	434351	200766	152715	230	5,250.36							0.00	0.00

THE KURT BERLINER FOUNDATION INC
SUPPORTING SCHEDULE 2011 FORM 990-PF PART IV LINE 1(d)
COLUMNS (a) – (I)

ID#13-3320078
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For Reporting Period: 01/01/2011 - 12/31/2011
For Portfolio: BERLFD - The Kurt Berliner Foundation

Identifier	Security Name	Dates			Reference Numbers			Shares/PAR	Proceeds	Cost	Realized Gain/Loss		
		Buy	Sell	Trans	COT	LOT	Short Term				Short Term	%	Long Term
JNPR	Juniper Networks	4/27/2011	8/3/2011	434351	200767	176743	100	2,282.77	3,880.55	-1,597.78	-41.17	0.00	0.00
JNPR	Juniper Networks	5/11/2011	8/3/2011	434351	200768	181621	90	2,054.49	3,457.81	-1,403.32	-40.58	0.00	0.00
MCD	McDonald's	5/7/2010	4/7/2011	392129	183571	129439	20	1,518.31	1,375.90	142.41	10.35	0.00	0.00
MCD	McDonald's	5/7/2010	4/6/2011	390564	182964	129439	160	12,243.02	11,007.18	1,235.84	11.23	0.00	0.00
MCD	McDonald's	5/17/2010	4/7/2011	392129	183572	130890	180	13,664.76	12,575.76	1,089.00	8.66	0.00	0.00
MCD	McDonald's	5/21/2010	4/7/2011	392129	183573	131306	70	5,314.07	4,697.68	616.39	13.12	0.00	0.00
						MCD Total	430	32,740.16	29,656.52	3,083.64	10.40	0.00	0.00
NKE	Nike	4/7/2011	7/5/2011	428309	198209	173439	140	12,806.59	10,898.78	1,907.81	17.50	0.00	0.00
NKE	Nike	4/7/2011	10/11/2011	465951	221124	173439	20	1,803.66	1,556.97	246.69	15.84	0.00	0.00
NKE	Nike	4/27/2011	10/11/2011	465951	221125	176744	50	4,509.16	4,014.38	494.78	12.33	0.00	0.00
NKE	Nike	4/27/2011	12/21/2011	481944	228775	176744	30	2,877.68	2,408.62	459.06	19.47	0.00	0.00
NKE	Nike	6/28/2011	12/21/2011	481944	228776	186292	50	4,796.13	4,396.08	400.05	9.10	0.00	0.00
						NKE Total	290	26,793.21	23,274.83	3,518.38	15.12	0.00	0.00
NSRGY	Neetle SA	6/28/2010	1/28/2011	366432	168994	135741	140	7,686.29	6,833.86	832.43	12.47	0.00	0.00
NTAP	NetApp	10/8/2009	8/18/2011	443947	210943	104209	200	6,877.30	5,506.96	0.00	0.00	1,370.34	24.88
NVO	Novo Nordisk A/S	2/27/2009	1/14/2011	361254	166337	84746	60	6,638.87	2,934.72	0.00	0.00	3,704.15	126.2
NVO	Novo Nordisk A/S	2/27/2009	1/14/2011	355649	162243	84746	30	3,414.83	1,467.36	0.00	0.00	1,947.47	132.7
NVO	Novo Nordisk A/S	3/4/2009	1/14/2011	361254	166338	-85457	30	3,319.43	1,413.37	0.00	0.00	1,906.06	134.8
NVO	Novo Nordisk A/S	3/4/2009	1/18/2011	363493	167809	85457	80	9,289.98	3,768.98	0.00	0.00	5,521.00	146.4
						NVO Total	200	22,663.11	9,584.43	0.00	0.00	13,078.68	136.4
OMC	Omnicom Group	10/28/2010	8/10/2011	436511	202571	146584	100	4,056.21	4,390.73	-334.52	-7.62	0.00	0.00
OMC	Omnicom Group	10/28/2010	3/7/2011	378722	178006	146584	120	5,932.08	5,268.88	663.20	12.59	0.00	0.00
OMC	Omnicom Group	11/4/2010	8/10/2011	436511	202572	149265	130	5,273.08	6,050.88	-777.80	-12.85	0.00	0.00
OMC	Omnicom Group	12/3/2010	8/10/2011	436511	202573	153296	140	5,678.70	6,558.44	-89.74	-13.41	0.00	0.00
OMC	Omnicom Group	12/6/2010	8/10/2011	436511	202574	154065	160	6,489.94	7,625.72	-1,135.78	-14.89	0.00	0.00

THE KURT BERLINER FOUNDATION INC
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For Reporting Period: 01/01/2011 - 12/31/2011
For Portfolio: BERLFD - The Kurt Berliner Foundation

Identifier	Security Name	Dates		Reference Numbers			Shares/PAR	Proceeds	Cost	Realized Gain/Loss			
		Buy	Sell	Trans	COT	LOT				Short Term	%	Long Term	%
OMC	Omnicon Group	1/7/2011	8/10/2011	436511	202575	159405	120	4,867.45	5,632.27	-764.82	-13.58	0.00	0.00
PCLN	Priceline.com	2/1/2010	4/27/2011	401102	187908	113625	770	32,297.46	35,526.92	-3,229.46	-9.09	0.00	0.00
PCLN	Priceline.com	2/1/2010	1/26/2011	365336	168417	113625	20	8,478.60	4,036.38	4,442.22	110.05	0.00	0.00
PCLN	Priceline.com	2/1/2010	4/21/2011	397432	185892	113625	10	5,321.57	2,018.19	0.00	0.00	3,303.38	163.68
PCLN	Priceline.com	2/1/2010	3/22/2011	383824	179959	113625	2	904.98	403.64	0.00	0.00	501.34	124.21
PEP	PepsiCo	10/13/2008	2/16/2011	371833	172906	68228	100	6,408.89	6,083.67	0.00	0.00	325.21	5.35
PEP	PepsiCo	10/13/2008	1/3/2011	353130	161922	68228	120	7,885.48	7,300.40	0.00	0.00	585.08	8.01
PEP	PepsiCo	10/23/2008	2/16/2011	371833	172907	75644	90	5,768.00	4,827.64	0.00	0.00	940.36	19.48
PEP	PepsiCo	10/22/2009	2/16/2011	371833	172908	103692	10	640.89	610.27	0.00	0.00	30.62	5.02
PEP	PepsiCo	10/22/2009	2/18/2011	373346	173940	103692	110	6,982.86	6,712.91	0.00	0.00	269.95	4.02
PEP	PepsiCo	10/22/2009	2/18/2011	373346	173941	106436	90	5,713.25	5,513.64	0.00	0.00	199.61	3.62
PX	Praxair	6/8/2010	3/28/2011	386538	181477	133636	100	9,937.74	7,442.03	2,495.71	33.54	0.00	0.00
PX	Praxair	6/8/2010	4/21/2011	397433	185893	133636	30	3,166.44	2,232.61	933.83	41.83	0.00	0.00
PX	Praxair	6/9/2010	4/27/2011	401103	187909	134036	80	8,328.43	6,171.24	2,157.19	34.96	0.00	0.00
PX	Praxair	6/9/2010	5/2/2011	405399	189639	134036	10	1,053.71	771.41	282.30	36.60	0.00	0.00
PX	Praxair	6/15/2010	5/2/2011	405399	189640	134883	60	6,322.28	4,698.18	1,624.10	34.57	0.00	0.00
PX	Praxair	6/15/2010	5/11/2011	410163	192173	134883	70	7,246.30	5,481.21	1,765.09	32.20	0.00	0.00
PX	Praxair	7/7/2011	5/11/2011	410163	192174	159406	50	5,175.93	4,715.77	460.16	9.76	0.00	0.00
ROVI	Rovi Corp	12/9/2010	6/22/2011	423621	195823	154946	400	41,230.82	31,512.45	9,718.37	30.84	0.00	0.00
ROVI	Rovi Corp	12/23/2010	6/22/2011	423621	195824	156621	70	3,930.51	3,996.60	-198.67	-3.42	0.00	0.00
SBUX	Starbucks	8/10/2011	12/14/2011	476837	226637	189824	160	6,867.92	5,642.32	1,225.60	21.72	0.00	0.00
STT	State Street	5/19/2009	2/8/2011	369311	170699	92715	210	9,905.63	9,057.05	0.00	0.00	848.58	9.37

THE KURT BERLINER FOUNDATION

2011

FILING INSTRUCTION

NOTE: ALL FORMS ARE ON EXTENSION, THE DUE DATE IS AUGUST 15, 2012. PLEASE FILE ON OR BEFORE AUGUST 15, 2012.

2011 FEDERAL FORM 990-PF:

Please refer to the cover letter attached to your client copy of form 990-PF for the filing instructions for this form.

2011 ANNUAL FILING FORM CHAR 500 CLIENT FILING INSTRUCTIONS:

Two (2) authorized officers/trustees must sign and date page 1 of the 2011 CHAR 500 where indicated at the 'X'. Signature, printed name, title and the date are required.

A check for **\$250.00** payable to the **NYS Department of Law** is to be enclosed. Please write the following on the face of your check: **2011 CHAR 500, ID#13-3320078 & NYS Reg# 03-62-18.**

2011 CERTIFICATION TO ACCOMPANY REPORTS SUBMITTED ON FORMS OTHER THAN OFFICIAL ATTORNEY GENERAL REPORT FORMS:

Two (2) authorized officers/trustees must sign and date this certification. **The certification must be notarized.**

PRE-ADDRESSED ENVELOPES ARE PROVIDED FOR EACH RETURN.