



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

2011

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

For calendar year 2011 or tax year beginning

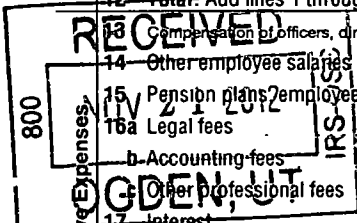
, and ending

Name of foundation WEISSMAN FAMILY FOUNDATION, INC		A Employer identification number 13-3688122
Number and street (or P.O. box number if mail is not delivered to street address) 81 MANURSING WAY	Room/suite	B Telephone number 212-880-3101
City or town, state, and ZIP code RYE, NY 10580-4311		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 23,743,219. (Part I, column (d) must be on cash basis.)	J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		9,496,857.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		69.	69.		STATEMENT 1
4 Dividends and interest from securities		398,256.	398,256.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		294,363.			
b Gross sales price for all assets on line 6a 2,180,243.					
7 Capital gain net income (from Part IV, line 2)			294,363.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		10,189,545.	692,688.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans/employee benefits					
16a Legal fees					
b Accounting fees		5,750.	2,875.		2,875.
c Other professional fees					
17 Interest					
18 Taxes		<26,378.>	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		38,921.	37,433.		1,488.
24 Total operating and administrative expenses. Add lines 13 through 23		18,293.	40,308.		4,363.
25 Contributions, gifts, grants paid		378,000.			378,000.
26 Total expenses and disbursements. Add lines 24 and 25		396,293.	40,308.		382,363.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		9,793,252.			
b Net investment income (if negative, enter -0-)			652,380.		
c Adjusted net income (if negative, enter -0-)				N/A	

3

SCANNED NOV 26 2012



Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	403,519.	892,676.	892,676.
	2 Savings and temporary cash investments			
	3 Accounts receivable			
	Less allowance for doubtful accounts			
	4 Pledges receivable			
	Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock	STMT 8 6,367,127.	12,955,870.	22,850,543.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis				
Less accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis				
Less accumulated depreciation				
15 Other assets (describe)				
16 Total assets (to be completed by all filers)	6,770,646.	13,848,546.	23,743,219.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	48,368.	48,368.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	12,898.	12,898.	
29 Retained earnings, accumulated income, endowment, or other funds	6,709,380.	13,787,280.		
30 Total net assets or fund balances	6,770,646.	13,848,546.		
31 Total liabilities and net assets/fund balances	6,770,646.	13,848,546.		

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	6,770,646.
2 Enter amount from Part I, line 27a	2	9,793,252.
3 Other increases not included in line 2 (itemize) SEE STATEMENT 6	3	131,065.
4 Add lines 1, 2, and 3	4	16,694,963.
5 Decreases not included in line 2 (itemize) SEE STATEMENT 7	5	2,846,417.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,848,546.

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 SEE STATEMENT ATTACHED		P	VARIOUS	VARIOUS
b SEE STATEMENT ATTACHED		P	VARIOUS	VARIOUS
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 304,489.		302,756.	1,733.
b 1,875,754.		1,583,124.	292,630.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			1,733.
b			292,630.
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	294,363.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	{ If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	412,842.	10,666,613.	.038704
2009	383,827.	9,292,598.	.041305
2008	767,075.	11,368,636.	.067473
2007	908,071.	12,706,163.	.071467
2006	814,029.	11,675,159.	.069723

2 Total of line 1, column (d)	2	.288672
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	.057734
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	16,922,739.
5 Multiply line 4 by line 3	5	977,017.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,524.
7 Add lines 5 and 6	7	983,541.
8 Enter qualifying distributions from Part XII, line 4	8	382,363.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	13,048.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		3	13,048.
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	13,048.
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 payments and 2010 overpayment credited to 2011	6a	16,407.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	15,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	31,407.	
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	18,359.	
11 Enter the amount of line 10 to be credited to 2012 estimated tax	11	0.	

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 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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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) NY		
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

N/A

Form 990-PF (2011)

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 ► WITHUMSMITH+BROWN, PC Telephone no. ► 212-751-9100 Located at ► 1411 BROADWAY, 9TH FLOOR, NEW YORK, NY ZIP+4 ► 10018			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? N/A	1b	
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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

Form 990-PF (2011)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MILDRED WEISSMAN 81 MANURSING WAY RYE, NY 10580	PRESIDENT & DIRECTOR 0.00	0.	0.	0.
ELLEN WEISSMAN 4985 SHERIDAN DRIVE WILLIAMSVILLE, NY 14221	SECRETARY & DIRECTOR 0.00	0.	0.	0.
PAUL WEISSMAN 3260 PACIFIC HEIGHTS ROAD HONOLULU, HI 96813	TREASURER & DIRECTOR 0.00	0.	0.	0.
DANIEL WEISSMAN 110 RIVERSIDE DRIVE, APT. 11F NEW YORK, NY 10024	VICE PRESIDENT & DIRECTOR 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

Part IX-A**Summary of Direct Charitable Activities**

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B**Summary of Program-Related Investments**

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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	16,637,877.
b	Average of monthly cash balances	1b	542,569.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	17,180,446.
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	17,180,446.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	257,707.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,922,739.
6	Minimum investment return. Enter 5% of line 5	6	846,137.

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	846,137.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	13,048.
b	Income tax for 2011. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	13,048.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	833,089.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	833,089.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	833,089.

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	382,363.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	382,363.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	382,363.

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

Form 990-PF (2011)

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				833,089.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years.		0.		
3 Excess distributions carryover, if any, to 2011.				
a From 2006	239,619.			
b From 2007	289,163.			
c From 2008	253,489.			
d From 2009				
e From 2010				
f Total of lines 3a through e	782,271.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$	382,363.			
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				382,363.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	450,726.			450,726.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	331,545.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	331,545.			
10 Analysis of line 9:				
a Excess from 2007	78,056.			
b Excess from 2008	253,489.			
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

N/A

- b**
- Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

- b 85% of line 2a

- 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(i)(3)(B)(iii)**

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income**

[illegible]

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

- c Any submission deadlines**

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED SCHEDULE	NONE		SEE ATTACHED SCHEDULE	378,000.
Total			3a	378,000.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVI-A

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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			14	69.		
4 Dividends and interest from securities			14	398,256.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	294,363.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue.						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		692,688.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	692,688.

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

Part XVI-B

Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Part XVII

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

- | | | | |
|--|-------|-----|----|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of-</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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</p> | | Yes | No |
| | 1a(1) | | X |
| | 1a(2) | | X |
| | 1b(1) | | X |
| | 1b(2) | | X |
| | 1b(3) | | X |
| | 1b(4) | | X |
| | 1b(5) | | X |
| | 1b(6) | | X |
| | 1c | | X |

[illegible]

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

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

**Sign
Here**

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

Signature of officer or trustee Michael Weissner Date 11-15-12

DIRECTOR
Title

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

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

BARRY HOROWITZ

Preparer's signature

30/11

Date

NOV 14 2012

Check ☐ if self-employed

PTIN

P00112797

Firm's name ► **WITHUMSMITH+BROWN PC**

Firm's EIN ► 22-2027092

Firm's address ► 1411 BROADWAY, 9TH FLOOR
NEW YORK, NY 10018

Phone no. 212-751-9100

Form **990-PF** (2011)

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2011

Name of the organization

Employer identification number

WEISSMAN FAMILY FOUNDATION, INC

13-3688122

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

WEISSMAN FAMILY FOUNDATION, INC

13-3688122

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MILDRED WEISSMAN 81 MANURSING WAY RYE , NY 10580	\$ 1,869,665.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	MILDRED WEISSMAN 81 MANURSING WAY RYE , NY 10580	\$ 1,882,549.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	MILDRED WEISSMAN 81 MANURSING WAY RYE , NY 10580	\$ 5,744,643.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

WEISSMAN FAMILY FOUNDATION, INC

13-3688122

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	52,950 SHS OF KRAFT FOODS INC. CL A (AT COST BASIS)	\$ 1,869,665.	07/15/11
2	70,600 SHS OF ALTRIA GROUP INC COM (AT COST BASIS)	\$ 1,882,549.	07/15/11
3	86,230 SHS PHILIP MORRIS INTL INC COM (AT COST BASIS)	\$ 5,744,643.	07/15/11
		\$	
		\$	
		\$	

Name of organization

Employer identification number

WEISSMAN FAMILY FOUNDATION, INC**13-3688122****Part III**

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

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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

SOURCE	AMOUNT
JP MORGAN CHASE NOW ACCOUNT	69.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	69.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
JP MORGAN CHASE INVESTMENT ACCOUNT	398,256.	0.	398,256.
TOTAL TO FM 990-PF, PART I, LN 4	398,256.	0.	398,256.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	5,750.	2,875.		2,875.
TO FORM 990-PF, PG 1, LN 16B	5,750.	2,875.		2,875.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2009 FEDERAL EXCISE TAX REFUND	<26,378.>	0.		0.
TO FORM 990-PF, PG 1, LN 18	<26,378.>	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
-------------	----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NYS DEPT. OF LAW FILING FEE	750.	0.		750.
PUBLICATION OF ANNUAL RETURN				
NOTICE	695.	0.		695.
INVESTMENT ADVISORY FEES	37,433.	37,433.		0.
POSTAGE	43.	0.		43.
 TO FORM 990-PF, PG 1, LN 23	 38,921.	 37,433.		 1,488.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
-------------	--	-----------	---

DESCRIPTION	AMOUNT
UNREALIZED INCOME RECORDED ON BOOKS AND NOT TAX	115,154.
UNREALIZED GAIN (LOSS)	15,911.
 TOTAL TO FORM 990-PF, PART III, LINE 3	 131,065.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
-------------	--	-----------	---

DESCRIPTION	AMOUNT
COST BASIS TO FMV ADJUSTMENT ON STOCKS CONTRIBUTED TO FOUNDATION	2,846,417.
 TOTAL TO FORM 990-PF, PART III, LINE 5	 2,846,417.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	12,955,870.	22,850,543.
 TOTAL TO FORM 990-PF, PART II, LINE 10B	 12,955,870.	 22,850,543.

S/A

PORTFOLIO APPRAISAL
 WEISSMAN FAMILY FOUNDATION INC.
 2023-0145
 December 31, 2011

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
COMMON STOCK							
Energy							
1,500 00	DEVON ENERGY CORP NEW COM	73 87	110,803 95	62 00	93,000 00	1 3	1 3
1,500 00	DEVON ENERGY CORP NEW COM	61 63	92,452 05	62 00	93,000 00	1 3	1 3
5,331 00	KINDER MORGAN MANAGEMENT LLC SHS	48 88	260,602 26	78 52	418,590 09	5 8	5 4
9,300 00	MARATHON OIL CORP COM	23 00	213,876 75	29 27	272,211 00	3 8	2 3
5,700 00	WILLIAMS COS INC DEL COM	27 76	158,257 08	33 02	188,214 00	2 6	3 1
4,500 00	WILLIAMS COS INC DEL COM	31 34	141,026 40	33 02	148,590 00	2 1	3 1
			977,018 49		1,213,605 09	16 9	3 5
Industrials							
2,760 00	COOPER INDUSTRIES PLC SHS	42 23	116,556 18	54 15	149,454 00	2 1	2 3
3,000 00	UNITED PARCEL SERVICE INC CL B	71 84	215,533 20	73 19	219,570 00	3 1	3 1
			332,089 38		369,024 00	5 1	2 8
Consumer Discretionary							
3,150 00	COMCAST CORP NEW CL A	19 96	62,863 50	23 71	74,686 50	1 0	2 7
6,600 00	COMCAST CORP NEW CL A	20 00	131,979 32	23 71	156,486 00	2 2	2 7
5,800 00	COMCAST CORP NEW CL A	24 25	140,664 50	23 71	137,518 00	1 9	2 7
630 00	DIGITAL GENERATION INC COM	29 54	18,608 81	11 92	7,509 60	0 1	0 0
510 00	DIGITAL GENERATION INC COM	29 61	15,101 97	11 92	6,079 20	0 1	0 0
430 00	DIGITAL GENERATION INC COM	29 51	12,687 92	11 92	5,125 60	0 1	0 0
930 00	DIGITAL GENERATION INC COM	29 54	27,470 81	11 92	11,085 60	0 2	0 0

S/A

PORTFOLIO APPRAISAL
 WEISSMAN FAMILY FOUNDATION INC.
 2023-0145
 December 31, 2011

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
1,580 00	DIGITAL GENERATION INC COM	27 24	43,037 62	11 92	18,833 60	0 3	0 0
420 00	DIGITAL GENERATION INC COM	27 08	11,373 60	11 92	5,006 40	0 1	0 0
320 00	DIGITAL GENERATION INC COM	27 04	8,652 42	11 92	3,814 40	0 1	0 0
210 00	DIGITAL GENERATION INC COM	27 19	5,709 90	11 92	2,503 20	0 0	0 0
50 00	DIGITAL GENERATION INC COM	27 12	1,356 22	11 92	596 00	0 0	0 0
150 00	DIGITAL GENERATION INC COM	27 43	4,114 34	11 92	1,788 00	0 0	0 0
170 00	DIGITAL GENERATION INC COM	27 03	4,595 10	11 92	2,026 40	0 0	0 0
1,960 00	DIGITAL GENERATION INC COM	32 61	63,920 89	11 92	23,363 20	0 3	0 0
740 00	DIGITAL GENERATION INC COM	32 07	23,728 25	11 92	8,820 80	0 1	0 0
2,600 00	IMAX CORP COM	27 27	70,910 84	18 33	47,658 00	0 7	0 0
1,310 00	IMAX CORP COM	26 83	35,153 20	18 33	24,012 30	0 3	0 0
260 00	IMAX CORP COM	26 84	6,978 19	18 33	4,765 80	0 1	0 0
1,330 00	IMAX CORP COM	26 73	35,552 10	18 33	24,378 90	0 3	0 0
			724,459 50		566,057 50	7 9	1 8
Consumer Staples							
5,400 00	CVS CAREMARK CORPORATION COM	26 64	143,867 34	40 78	220,212 00	3 1	0 9
1,600 00	CVS CAREMARK CORPORATION COM	30 39	48,629 60	40 78	65,248 00	0 9	0 9
			192,496 94		285,460 00	4 0	0 9
Health Care							
2,441 00	BAXTER INTL INC COM	52 97	129,291 46	49 48	120,780 68	1 7	2 7
959 00	BAXTER INTL INC COM	52 87	50,702 55	49 48	47,451 32	0 7	2 7
3,920 00	HOLOGIC INC COM	23 39	91,672 34	17 51	68,639 20	1 0	0 0
3,180 00	HOLOGIC INC COM	22 52	71,611 52	17 51	55,681 80	0 8	0 0
8,400 00	HOLOGIC INC COM	18 72	157,234 48	17 51	147,084 00	2 0	0 0
1,215 00	LIFE TECHNOLOGIES CORP COM	47 95	58,257 91	38 91	47,275 65	0 7	0 0
2,685 00	LIFE TECHNOLOGIES CORP COM	48 38	129,891 98	38 91	104,473 35	1 5	0 0

S/A

PORTFOLIO APPRAISAL
 WEISSMAN FAMILY FOUNDATION INC.
 2023-0145
 December 31, 2011

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
2,000 00	LIFE TECHNOLOGIES CORP COM	44 41	88,818 80	38 91	77,820 00	1 1	0 0
2,000 00	LIFE TECHNOLOGIES CORP COM	38 33	76,657 20	38 91	77,820 00	1 1	0 0
5,100 00	ST JUDE MED INC COM	38 46	196,132 74	34 30	174,930 00	2 4	2 7
2,400 00	THERMO FISHER SCIENTIFIC INC COM	34 69	83,261 52	44 97	107,928 00	1 5	1 2
2,700 00	THERMO FISHER SCIENTIFIC INC COM	32 84	88,664 76	44.97	121,419 00	1 7	1 2
			1,222,197 26		1,151,303 00	16 0	1 0
Financials							
800 00	ACE LTD SHS	28 01	22,409 20	70 12	56,096 00	0 8	2 7
2,400 00	ACE LTD SHS	33 77	81,046 80	70 12	168,288 00	2 3	2 7
1,000 00	ACE LTD SHS	32 31	32,310 00	70 12	70,120 00	1 0	2 7
6,900 00	AON PLC SHS CL A	37 61	259,511 07	46 80	322,920 00	4 5	1 3
720 00	CIT GROUP INC COM NEW	41 37	29,788 42	34 87	25,106 40	0 3	0 0
1,790 00	CIT GROUP INC COM NEW	42 07	75,298 86	34 87	62,417 30	0 9	0 0
1,390 00	CIT GROUP INC COM NEW	42 97	59,732 75	34 87	48,469 30	0 7	0 0
4,500 00	STATE STR CORP COM	46 70	210,165 30	40 31	181,395 00	2 5	2 4
			770,262 40		934,812 00	13 0	1 8
Information							
3,710 00	BROADRIDGE FINL SOLUTIONS INC COM	23 01	85,377 86	22 55	83,660 50	1 2	2 8
1,330 00	BROADRIDGE FINL SOLUTIONS INC COM	22 95	30,528 69	22 55	29,991 50	0 4	2 8
440 00	BROADRIDGE FINL SOLUTIONS INC COM	22 66	9,970 40	22 55	9,922 00	0 1	2 8
890 00	BROADRIDGE FINL SOLUTIONS INC COM	22 79	20,283 10	22 55	20,069 50	0 3	2 8
2,430 00	BROADRIDGE FINL SOLUTIONS INC COM	22 72	55,204 98	22 55	54,796 50	0 8	2 8
1,190 00	BROADRIDGE FINL SOLUTIONS INC COM	22 51	26,784 76	22 55	26,834 50	0 4	2 8
530 00	BROADRIDGE FINL SOLUTIONS INC COM	22 71	12,035 93	22 55	11,951 50	0 2	2 8
1,020 00	BROADRIDGE FINL SOLUTIONS INC COM	22 66	23,109 22	22 55	23,001 00	0 3	2 8

S/A

PORTFOLIO APPRAISAL
WEISSMAN FAMILY FOUNDATION INC.
 2023-0145
 December 31, 2011

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
1,020 00	BROADRIDGE FINL SOLUTIONS INC COM	22 66	23,114 93	22 55	23,001 00	0 3	2 8
1,000 00	BROADRIDGE FINL SOLUTIONS INC COM	22 63	22,629 90	22 55	22,550 00	0 3	2 8
240 00	BROADRIDGE FINL SOLUTIONS INC COM	22 63	5,432 38	22 55	5,412 00	0 1	2 8
5,500 00	CHECK POINT SOFTWARE TECH LTD ORD	29 77	163,742 15	52 54	288,970 00	4 0	0 0
240 00	GOOGLE INC CL A	543 26	130,381 78	645 90	155,016 00	2 2	0 0
300 00	GOOGLE INC CL A	470 26	141,078 18	645 90	193,770 00	2 7	0 0
2,900 00	MICROSOFT CORP COM	27 86	80,794 00	25 96	75,284 00	1 0	3 1
3,700 00	MICROSOFT CORP COM	24 13	89,281 00	25 96	96,052 00	1 3	3 1
4,100 00	MICROSOFT CORP COM	25 42	104,224 46	25 96	106,436 00	1 5	3 1
8,800 00	ORACLE CORP COM	21 39	188,217 04	25 65	225,720 00	3 1	0 9
8,200 00	ORACLE CORP COM	26 16	214,519 38	25 65	210,330 00	2 9	0 9
6,900 00	WESTERN UN CO COM	18 99	131,057 22	18 26	125,994 00	1 8	2 2
3,000 00	WESTERN UN CO COM	18 51	55,539 00	18 26	54,780 00	0 8	2 2
			1,613,306 36		1,843,542 00	25 6	1 4
COMMON STOCK Total			5,831,830 33		6,363,803 59	88 5	1 9

MISC ASSETS-UNSUPERVISED

Consumer Staples

25,400 00	ALTRIA GROUP INC COM	0 00	0 00	29 65	753,110 00	5 5
70,600 00	ALTRIA GROUP INC COM	17 34	1,224,204 00	29 65	2,093,290 00	5 5
10,000 00	ALTRIA GROUP INC COM	10 78	107,759 27	29 65	296,500 00	5 5
41,798 00	KRAFT FOODS INC CL A	0 00	0 00	37 36	1,561,573 27	3 1
6,920 00	KRAFT FOODS INC CL A	17 09	118,277 81	37 36	258,531 20	3 1
52,950 00	KRAFT FOODS INC CL A	26 69	1,413,235 50	37 36	1,978,212 00	3 1
25,400 00	PHILIP MORRIS INTL INC COM	0 00	0 00	78 48	1,993,392 00	3 9
84,720 00	PHILIP MORRIS INTL INC COM	46 49	3,938,632 80	78 48	6,648,825 60	3 9
10,000 00	PHILIP MORRIS INTL INC COM	24 76	247,562 92	78 48	784,800 00	3 9

S/A

PORTFOLIO APPRAISAL
 WEISSMAN FAMILY FOUNDATION INC.
 2023-0145
 December 31, 2011

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
1,510 00	PHILIP MORRIS INTL INC COM	49 25	74,367 50	78 48	118,504 80		3 9
			7,124,039 80		16,486,738 87		4 0
	MISC ASSETS-UNSUPERVIS Total		7,124,039 80		16,486,738 87		4 0
GRAND TOTAL			12,955,870.13		22,850,542.46		3.3

Category Detail Report
1/1/11 through 12/31/11

Date	Num	Payee	Memo	Amount
<hr/>				
Expenses				
<u>Contribution:</u>				
<u>Cultural</u>				
4/28/11	1656	Triple Shadow Theater	Ed Herbst	-12,500.00
6/9/11	1658	The Film Society of Lincoln Center	2nd towards \$400K	-100,000.00
6/9/11	1659	New York City Opera		-25,000.00
9/19/11	1660	Lincoln Center for the Performing Arts	Great Perf Circle	-25,000.00
12/6/11	1663	Albright-Knox Art Gallery		-5,000.00
12/6/11	1665	Irish Classical Theater Co.		-2,500.00
12/6/11	1671	The Shaw Festival Foundation		-1,500.00
12/6/11	1672	Shakespeare in Delaware Park		-10,000.00
12/6/11	1680	Buffalo Chamber Music Society		-1,000.00
12/11/11	1694	Franklin Furnace Archive Inc		-500.00
12/13/11	1698	Honolulu Academy of Art		-5,000.00
12/13/11	1699	Hawaii Arts Alliance		-2,500.00
12/13/11	1709	Ars Antiqua		-1,000.00
12/13/11	1710	The Wooster Group		-500.00
12/13/11	1711	Jacob's Pillow Dance		-5,000.00
Total Cultural				-197,000.00
<hr/>				
<u>Education</u>				
12/6/11	1664	Western NY Public Broadcasting Ass.		-2,500.00
12/6/11	1666	Library Foundation of Buffalo/Erie Co.		-5,000.00
12/6/11	1667	Theatre of Youth		-2,500.00
12/6/11	1668	Read To Succeed		-2,500.00
12/6/11	1674	Community Music School		-1,000.00
12/6/11	1675	Swarthmore College		-10,000.00
12/6/11	1676	Just Buffalo Literary Center, Inc.		-2,500.00
12/6/11	1678	Literacy Volunteers of Buffalo & Erie Co		-2,500.00
12/6/11	1679	Locust St Neighborhood Art Classes		-1,000.00
12/10/11	1681	Taktse International School		-5,000.00
12/10/11	1683	The Planetary Society		-5,000.00
12/11/11	1692	Winston Preparatory School		-10,000.00
12/11/11	1695	National Center for Science Education		-1,000.00
12/11/11	1697	National Art Education Foundation		-1,000.00
12/13/11	1700	Waikiki Aquarium		-5,000.00
12/13/11	1712	Chess-In-The-Schools		-1,000.00
12/13/11	1713	New York Public Library		-1,000.00
12/13/11	1714	THIRTEEN (WNET)		-5,000.00
12/14/11	1726	Hawaii Public Radio		-2,500.00
				<hr/>

Category Detail Report
1/1/11 through 12/31/11

Date	Num	Payee	Memo	Amount
Total Education				-66,000.00
<u>Environmental</u>				
12/6/11	1669	Re-Tree WNY		-2,500.00
12/6/11	1670	Buffalo Olmsted Parks Conservancy		-2,500.00
12/6/11	1673	Riverside Park Fund		-1,000.00
12/10/11	1688	Galapagos Conservancy		-500.00
12/13/11	1701	Central Park Conservancy		-5,000.00
				-1,000.00
12/13/11	1702	Sierra Club		-5,000.00
12/13/11	1703	The Nature Conservancy		-5,000.00
12/13/11	1715	World Wildlife Fund		-5,000.00
Total Environmental				<u>-27,500.00</u>
<u>Humanitarian</u>				
12/10/11	1682	The League Treatment Center		-7,000.00
12/10/11	1687	Union of Concerned Scientists		-2,000.00
12/10/11	1689	Food Bank for New York City		-2,000.00
12/11/11	1690	Coalition For The Homeless		-3,000.00
12/11/11	1691	Jericho Project		-2,000.00
12/13/11	1704	Freedom For Hunger		-5,000.00
12/13/11	1705	Project Hope		-5,000.00
12/13/11	1706	Lighthouse International		-2,500.00
12/13/11	1707	Hawaii FoodBank		-2,500.00
12/13/11	1717	The Breast Cancer Research Foundation		-1,000.00
12/13/11	1718	Council of Community Services		-1,000.00
12/13/11	1719	Planned Parenthood (National)		-1,000.00
12/13/11	1720	The Fresh Air Fund of NYC		-5,000.00
12/13/11	1721	Habitat For Humanity International		-5,000.00
12/13/11	1723	Heifer International		-5,000.00
12/13/11	1724	HealthRight		-7,500.00
12/13/11	1725	Doctors Without Borders		-5,000.00
Total Humanitarian				<u>-61,500.00</u>
<u>Social</u>				
12/6/11	1661	National Coalition Against Censorship		-5,000.00
12/6/11	1662	NYCLU Foundation		-5,000.00

Category Detail Report
1/1/11 through 12/31/11

Date	Num	Payee	Memo	Amount
				-4,000.00
12/6/11	1677	NYCLU Lower Hudson Valley Chapter		-1,000.00
12/10/11	1684	New Leaders for New Schools		-3,000.00
12/10/11	1685	GlobalGivingFoundation -Girl Effect Fund		-3,000.00
12/10/11	1686	American Social Health Association		-1,000.00
12/11/11	1693	AmericanFoundation for SuicidePrevention		-1,000.00
12/11/11	1696	Homes for the Homeless		-3,000.00
12/13/11	1708	Amnesty International		-5,000.00
Total Social				-31,000.00
Total Contribution				-383,000.00

To write off check written 9/24/09
to Environmental Defense Fund

5000.00
-378,000.00

REALIZED GAINS AND LOSSES
WEISSMAN FAMILY FOUNDATION INC.
2023-0145
From 01-01-11 Through 12-31-11

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
07-06-07	01-05-11	1,450 00	NESTLE S A SPONSORED ADR	55,948 42	81,517 62		25,569 20
07-06-07	01-19-11	1,400 00	NESTLE S A SPONSORED ADR	54,019 17	77,105 62		23,086 45
07-06-07	02-01-11	2,400 00	NESTLE S A SPONSORED ADR	92,604 29	132,448 66		39,844 37
03-11-05	02-01-11	2,799 33	TIME WARNER INC COM NEW	103,656 17	89,810 71		(13,845 46)
05-30-08	02-01-11	2,266 67	TIME WARNER INC COM NEW	76,060 28	72,721 18		(3,339 10)
12-22-08	02-16-11	1,400 00	CVS CAREMARK CORPORATION COM	37,298 94	45,721 44		8,422 50
04-27-09	03-03-11	100,000	HOLOGIC INC 2 000% Due 12-15-37	5714.33	97,000 00		9838.67
09-30-08	03-03-11	705 00	UNILEVER PLC SPON ADR NEW	18,990 87	20,983 43		1,992 56
10-02-08	03-03-11	9,161 00	UNILEVER PLC SPON ADR NEW	247,223 33	272,665 51		25,442 18
10-06-08	03-03-11	1,434 00	UNILEVER PLC SPON ADR NEW	38,299 56	42,681 18		4,381 62
05-26-10	03-08-11	0 53	KINDER MORGAN MANAGEMENT LLC SHS	27 29	34 45	7 16	
09-15-04	03-10-11	3,200 00	DISNEY WALT CO COM DISNEY	73,492 91	135,819 14		62,326 23
05-26-10	06-14-11	0 55	KINDER MORGAN MANAGEMENT LLC SHS	28 05	35 38		7 33
06-08-10	07-06-11	2,900 00	CHECK POINT SOFTWARE TECH LTD ORD	86,336 77	167,544 57		81,207 80
03-23-09	08-11-11	5,400 00	AXIS CAPITAL HOLDINGS INV SHS	128,115 54	152,997 41		24,881 87
05-26-10	08-23-11	0 10	KINDER MORGAN MANAGEMENT LLC SHS	5 22	6 73		1 51
12-05-05	08-25-11	4,100 00	MICROSOFT CORP COM	114,226 00	100,953 58		(13,272 42)
02-25-10	10-06-11	2,300 00	APACHE CORP COM	235,920 43	193,882 36		(42,038 07)
01-19-11	10-18-11	1,600 00	FEDEX CORP COM	150,630 40	120,369 37	(30,261 03)	
02-07-11	10-18-11	800 00	FEDEX CORP COM	73,723 36	60,184 68	(13,538 68)	
02-02-11	11-08-11	4,490 00	CALIPER LIFE SCIENCES INC COM	28,906 62	47,145 00	18,238 38	
02-15-11	11-08-11	190 00	CALIPER LIFE SCIENCES INC COM	1,244 50	1,995 00	750 50	
02-22-11	11-08-11	370 00	CALIPER LIFE SCIENCES INC COM	2,508 60	3,885 00	1,376 40	
02-23-11	11-08-11	747 00	CALIPER LIFE SCIENCES INC COM	5,014 54	7,843 50	2,828 96	
04-05-11	11-08-11	6,003 00	CALIPER LIFE SCIENCES INC COM	40,700 34	63,031 50	22,331 16	
05-26-10	11-28-11	0 10	KINDER MORGAN MANAGEMENT LLC SHS	4 74	6 88		2 14

REALIZED GAINS AND LOSSES
WEISSMAN FAMILY FOUNDATION INC.
2023-0145

From 01-01-11 Through 12-31-11

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
11-30-09	11-29-11	2,400.00	F M C CORP COM NEW	133,732.08	191,852.31		58,120.23
TOTAL GAINS						45,532.56	365,124.65
TOTAL LOSSES						(43,799.71)	(72,495.04)
TOTAL REALIZED GAIN/LOSS						1,732.85	292,362.46

	Cost	Proceeds	Gain (Loss)
Short-Term	302,755.65	304,488.50	1,732.85
Long-Term	1,583,124.10	1,875,753.71	292,629.61
Total	1,885,879.75	2,180,242.21	294,362.46

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

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

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

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

Enter filer's identifying number, see instructions	
Type or print Name of exempt organization or other filer, see instructions WEISSMAN FAMILY FOUNDATION, INC	Employer identification number (EIN) or <input checked="" type="checkbox"/> 13-3688122
File by the due date for filing your return See instructions Number, street, and room or suite no. If a P.O. box, see instructions. 81 MANURSING WAY	Social security number (SSN) <input type="checkbox"/>
City, town or post office, state, and ZIP code. For a foreign address, see instructions. RYE, NY 10580-4311	

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

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

WITHUMSMITH+BROWN, PC

- The books are in the care of **▶ 1411 BROADWAY, 9TH FLOOR - NEW YORK, NY 10018**

Telephone No. **▶ 212-751-9100**

FAX No. **▶**

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

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

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

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO GATHER INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	31,407.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	31,407.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature **▶**

Title **▶ DIRECTOR**

Date **▶**

Form 8868 (Rev. 1-2012)