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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

and ending

Name of foundation THE MAT CHARITABLE FOUNDATION, INC C/O WILLIAM T MCCALLUM, CPA, PC		A Employer identification number 13-6991067
Number and street (or P O box number if mail is not delivered to street address) 780 THIRD AVENUE	Room/suite 2805	B Telephone number 212-644-6464
City or town state and ZIP code NEW YORK, NY 10017		C If exemption application is pending check here <input type="checkbox"/>
G Check all that apply <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		D 1 Foreign organizations check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test check here and attach computation <input type="checkbox"/>
H Check type of organization <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation <input checked="" type="checkbox"/> Section 501(c)(3) exempt 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) \$ 7,765,781	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I column (d) must be on cash basis)	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 <small>(The total of amounts in columns (b) (c) and (d) may not necessarily equal the amounts in column (a))</small>		(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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		55	55		STATEMENT 1
4 Dividends and interest from securities		52,298	52,298		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,074,329			
b Gross sales price for all assets on line 6a		1,641,276			
7 Capital gain net income (from Part IV line 2)			1,015,887		
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		<30,068 >	<23,529 >		STATEMENT 3
12 Total Add lines 1 through 11		1,096,614	1,044,711		
13 Compensation of officers directors trustees etc		60,000	0.		0
14 Other employee salaries and wages		4,890.	0.		0.
15 Pension plans employee benefits					
16a Legal fees					
b Accounting fees STMT 4		15,528	0		15,528
c Other professional fees					
17 Interest		28,635	26,665		1,970
18 Taxes STMT 5		1,173	1,173		0
19 Depreciation and depletion					
20 Occupancy					
21 Travel conferences and meetings		536	0		536
22 Printing and publications					
23 Other expenses		58,670	54,920		3,750
24 Total operating and administrative expenses Add lines 13 through 23		169,432	82,758		21,784
25 Contributions gifts grants paid		516,545.			516,545
26 Total expenses and disbursements Add lines 24 and 25		685,977	82,758		538,329
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		410,637			
b Net investment income (if negative enter 0)			961,953		
c Adjusted net income (if negative enter 0)				N/A	

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Part II Balance Sheets		Beginning of year		End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash non interest bearing	25,624	2,448	2,448		
	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					
	c Investments corporate bonds					
11 Investments land buildings and equipment basis						
Less accumulated depreciation						
12 Investments mortgage loans						
13 Investments other	STMT 7	8,227,417	8,791,207	7,763,333		
14 Land buildings and equipment, basis						
Less accumulated depreciation						
15 Other assets (describe)						
16 Total assets (to be completed by all filers)		8,253,041	8,793,655	7,765,781		
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		74,000	203,977	STATEMENT 8	
22 Other liabilities (describe)						
23 Total liabilities (add lines 17 through 22)		74,000	203,977			
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		8,179,041	8,589,678			
28 Paid in or capital surplus or land bldg and equipment fund		0	0			
29 Retained earnings accumulated income endowment or other funds		0	0			
30 Total net assets or fund balances		8,179,041	8,589,678			
31 Total liabilities and net assets/fund balances		8,253,041	8,793,655			

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	8,179,041
2 Enter amount from Part I line 27a	2	410,637
3 Other increases not included in line 2 (itemize)	3	0
4 Add lines 1 2 and 3	4	8,589,678
5 Decreases not included in line 2 (itemize)	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5) Part II column (b) line 30	6	8,589,678

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 FROM FLOW THRU-AP OPP-S/T NON-UBTI	P		
b FROM FLOW THRU-AP OPP-L/T NON-UBTI	P		
c FROM FLOW THRU-AP OPP-S/T -UBTI	P		
d FROM FLOW THRU-AP OPP-S/T -UBTI	P		
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 1,582,834			1,582,834.
b		566,947.	<566,947 >
c 10,525			10,525
d 47,917			47,917
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k) but not less than 0) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j) if any	
a			1,582,834
b			<566,947 >
c			10,525
d			47,917
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	1,074,329.
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	454,920	8,982,471.	050645
2009	664,419	8,513,137	078046
2008	612,664	9,669,349	063361
2007	564,616	11,820,726	047765
2006	1,979,968	11,837,751	167259

2 Total of line 1 column (d)	2	407076
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	081415
4 Enter the net value of noncharitable use assets for 2011 from Part X line 5	4	8,331,098.
5 Multiply line 4 by line 3	5	678,276
6 Enter 1% of net investment income (1% of Part I line 27b)	6	9,620
7 Add lines 5 and 6	7	687,896
8 Enter qualifying distributions from Part XII line 4 If line 8 is equal to or greater than line 7 check the box in Part VI line 1b and complete that part using a 1% tax rate See the Part VI instructions	8	538,329

THE MAT CHARITABLE FOUNDATION, INC
C/O WILLIAM T MCCALLUM, CPA, PC

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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)		
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	1	19,239
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I line 12 col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter 0)	2	0
3	Add lines 1 and 2	3	19,239
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter 0)	4	0
5	Tax based on investment income Subtract line 4 from line 3 If zero or less enter 0	5	19,239
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,879
b	Exempt foreign organizations tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	1,879
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	17,360
10	Overpayment If line 7 is more than the total of lines 5 and 8 enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a	X	
4b	X	
5		X
6		X
7	X	
8a		
8b	X	
9		X
10		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year did the foundation directly or indirectly own a controlled entry 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 ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>C/O WILLIAM T MCCALLUM CPA PC</u> Telephone no ▶ <u>212-644-6464</u> Located at ▶ <u>780 THIRD AVENUE, SUITE 2805, NEW YORK, NY</u> ZIP+4 ▶ <u>10017</u>			
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 ▶ <u>15</u> <u>N/A</u>			
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)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
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) <u>N/A</u>	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) <u>N/A</u>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955) or to carry on directly or indirectly any voter registration drive? Yes No

(3) Provide a grant to an individual for travel study or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable etc organization described in section 509(a)(1) (2) or (3) or section 4940(d)(2)? Yes No

(5) Provide for any purpose other than religious charitable scientific literary or educational purposes or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1) (5) did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
Organizations relying on a current notice regarding disaster assistance check here N/A

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? Yes No
If "Yes" attach the statement required by Regulations section 53.4945-5(d) N/A

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? Yes No
If "Yes" to 6b file Form 8870

7a At any time during the tax year was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes" did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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
AMY WOLF C/O WILLIAM T MCCALLUM, CPA 780 THIR NEW YORK, NY 10017	VP/TREASURER 35 00	60,000	0	0
JANE BAYARD C/O WILLIAM T MCCALLUM, CPA 780 THIR NEW YORK, NY 10017	PRESIDENT 1 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 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	8,338,596
b	Average of monthly cash balances	1b	119,372
c	Fair market value of all other assets	1c	
d	Total (add lines 1a b and c)	1d	8,457,968
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	8,457,968
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount see instructions)	4	126,870
5	Net value of noncharitable use assets Subtract line 4 from line 3 Enter here and on Part V line 4	5	8,331,098
6	Minimum investment return Enter 5% of line 5	6	416,555

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	416,555
2a	Tax on investment income for 2011 from Part VI line 5	2a	19,239
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	3,705
c	Add lines 2a and 2b	2c	22,944
3	Distributable amount before adjustments Subtract line 2c from line 1	3	393,611.
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	393,611
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	393,611

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	538,329
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	538,329.
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	538,329

Note The amount on line 6 will be used in Part V column (b) in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI line 7				393,611
2 Undistributed Income If any as of the end of 2011				
a Enter amount for 2010 only			0	
b Total for prior years		0		
3 Excess distributions carryover if any to 2011				
a From 2006	1,472,941			
b From 2007	48,145			
c From 2008	129,197			
d From 2009	238,762			
e From 2010	5,917			
f Total of lines 3a through e	1,894,962			
4 Qualifying distributions for 2011 from Part XII line 4 ▶ \$	538,329			
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				393,611
e Remaining amount distributed out of corpus	144,718			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d) the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below	2,039,680			
a Corpus Add lines 3f 4c and 4e Subtract line 5				
b Prior years undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years undistributed income for which a notice of deficiency has been issued or on which the section 4942(a) tax has been previously assessed		0		
d Subtract line 6c from line 6b Taxable amount see instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount see instr			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	1,472,941			
9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a	566,739			
10 Analysis of line 9				
a Excess from 2007	48,145			
b Excess from 2008	129,197			
c Excess from 2009	238,762			
d Excess from 2010	5,917			
e Excess from 2011	144,718			

Part XIV Private Operating Foundations (see instructions and Part VII A question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation and the ruling is effective for 2011 enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

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

1 Information Regarding Foundation Managers

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

NONE

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

NONE

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

Check here 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 MAT CHARITABLE FOUNDATION C/O W T MCCALLUM, 212-644-6464
780 THIRD AVENUE, SUITE 2805, NEW YORK, NY 10017

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

LETTER OUTLINING PURPOSE OF GRANT

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

FOR THE FOSTERING OF AND DEVOPING INTEREST IN MODERN AND CONTEMPORARY ART AS WELL AS TO SUPPORT CHILDREN'S EDUCATION

Part IV Foreign Forms

- 1 Was the organization a U S transferor of property to a foreign corporation during the tax year? *If Yes the organization may be required to file Form 926 Return by a U S Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* Yes No
- 2 Did the organization have an interest in a foreign trust during the tax year? *If Yes the organization may be required to file Form 3520 Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts and/or Form 3520 A Annual Information Return of Foreign Trust With a U S Owner (see Instructions for Forms 3520 and 3520 A)* Yes No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If Yes the organization may be required to file Form 5471 Information Return of U S Persons With Respect To Certain Foreign Corporations (see Instructions for Form 5471)* Yes No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If Yes the organization may be required to file Form 8621 Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund (see Instructions for Form 8621)* Yes No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If Yes the organization may be required to file Form 8865 Return of U S Persons With Respect To Certain Foreign Partnerships (see Instructions for Form 8865)* Yes No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If Yes the organization may be required to file Form 5713 International Boycott Report (see Instructions for Form 5713)* Yes No

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

SOURCE	AMOUNT
INTEREST INCOME	55
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	55.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FROM FLOW THRU-AP OPP FUND LP-DIVIDEND	27,630	0	27,630
FROM FLOW THRU-AP OPP FUND LP-INTEREST	24,657	0	24,657
TIEDEMANN TRUST CO	11	0	11
TOTAL TO FM 990-PF, PART I, LN 4	52,298	0	52,298

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FROM FLOW THRU-AP OPP FUND-OTHER INCOME	<30,413 >	<30,413 >	
FROM FLOW THRU-AP OPP FUND-OTHER INC-UBTI	<6,539 >	0	
FROM FLOW THRU-AP OPP FUND-ROYALTY INCOME	3,895	3,895	
FROM FLOW THRU-AP OPP FUND-RENTAL	<7,462.>	<7,462 >	
FROM FLOW THRU-AP OPP FUND-COD	10,451	10,451	
TOTAL TO FORM 990-PF, PART I, LINE 11	<30,068.>	<23,529 >	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEE	15,528	0		15,528
TO FORM 990-PF, PG 1, LN 16B	15,528.	0		15,528.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FROM FLOW THRU-AP OPP FUND-FOREIGN TAX	1,173	1,173		0.
TO FORM 990-PF, PG 1, LN 18	1,173	1,173		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL PROCESSING FEE	750	0		750.
NYS FILING FEE	640	0		640.
BANK CHARGES AND MISC	2,360	0		2,360
FROM FLOW THRU-AP OPP FUND-PORTFOLIO	54,920	54,920		0
TO FORM 990-PF, PG 1, LN 23	58,670	54,920		3,750

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
AP OPPORTUNITIES FUND LP	COST	8,791,207	7,763,333
TOTAL TO FORM 990-PF, PART II, LINE 13		8,791,207	7,763,333

FORM 990-PF OTHER NOTES AND LOANS PAYABLE STATEMENT 8

LENDER'S NAME TERMS OF REPAYMENT SECURITY PROVIDED BY BORROWER

PNC BANK

DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	INTEREST RATE	PURPOSE OF LOAN
		0	00%	LINE OF CREDIT

RELATIONSHIP OF LENDER

DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	BALANCE DUE
	0	203,977

TOTAL TO FORM 990-PF, PART II, LINE 21, COLUMN B 203,977.

THE MAT CHARITABLE FOUNDATION
 CONTRIBUTION 2011
 EIN 13 6991067
 FORM 990PF PART XV

RECIPIENT	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
Alzheimer s Association 360 Lexington Avenue New York NY 10017	none	501c3	To Support memory research and awareness	\$ 500 00
Adirondack Council 103 Hand Avenue Elizabethown NY 12932	none	501c3	To support park conservation	\$ 1 000 00
The Brearley School 610 East 83rd Street New York NY 10028	none	501c3	To support children s education	\$ 75 000 00
Brooks School 1160 Great Pond Road North Andover MA 01845	none	501c3	To support education	\$ 2 560 00
Brown University P O Box 1877 Providence RI 02912	none	501c3	To support education	\$ 20 000 00
Central Park Conservancy 14 East 60th Street New York NY 10022	none	501c3	To support park conservation	\$ 86 050 00
City Harvest 575 8th Avenue New York NY	none	501c3	To support hunger	\$ 5 000 00
Civic Builders 304 Hudson Street 3rd Fl New York NY 10013	none	501c3	To support charter schools in NYC	\$ 15 450 00
The Danielle DeSetto Memorial Scholarship 117 East 102nd Street New York NY 10029	none	501c3	To support education	\$ 500 00
Figure Skating in Harlem 361 West 125th Street 2nd Fl New York NY 10027	none	501c3	To support education and skating for girls	\$ 500 00
Foundation 2021 15 Gramercy Park South New York NY 10003	none	501c3	To support contemporary visual & literary arts	\$ 75 000 00
Groundsprng P O Box 29256 San Francisco CA 94129	none	501c3	To support all nonprofits to recruit donors	\$ 1 000 00
Foundation Cycling New York 201 East 77th Street New York NY 10075	none	501c3	To support and develop amateur cycling	\$ 799 00

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 FORM 990PF PART XV

RECIPIENT	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
Guild Hall of East Hampton 158 Main Street East Hampton NY 11937	none	501c3	To support the contemporary visual arts	\$ 18 000 00
The Garden Club of East Hampton P O Box 152 East Hampton NY 11937	none	501c3	To support maintenance of public gardens and parks	\$ 250 00
Henry Street Settlement The Art Show 265 Henry Street New York NY 10002	none	501c3	To suport social and community services	\$ 1 500 00
Jumpstart Inc 505 Eighth Avenue Suite 602 New York NY 10018	none	501c3	To support childhood learning for at risk children	\$ 18 000 00
NYC Chanties ORG 50 Boradway suite 803A New York NY 10004	none	501c3	To support nonprofit to raise more money	\$ 400 00
Neighborhood Coalition for Shelter 157 East 86th Street New York NY 10028	none	501c3	To support ending homelessness	\$ 2 250 00
The New York Stem Cell Foundation 1995 Broadway Suite 1201 New York NY 10023	none	501c3	To support stem cell research to search for cures	\$ 2 000 00
Peer Health Exchange Inc 1460 Broadway Suite 5 31 New York NY 10036	none	501c3	To support health education	\$ 2 500 00
Prep for Prep 156 Fifth Avenue New York NY 10010	none	501c3	To support education	\$ 1 000 00
Puppies Behind Bars 10 East 40th Street 19th Fl New York NY 10016	none	501c3	To support women prsoners train seeing eye dogs	\$ 5 000 00
Ramapo for Children P O Box 266 Rt 52 Rhinebeck NY 12572	none	501c3	To support children s education	\$ 100 000 00
Somerset Regional Animal Sheter P O Box 8073 100 Commons Way Brdgewater NJ 08807	none	501c3	To support humane care of animals	\$ 250 00
Sponsor A Teacher Teach for America 60 Park Place 18th Floor Newark NJ 07102	none	501c3	To support education	\$ 5 000 00

THE MAT CHARITABLE FOUNDATION
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 FORM 990PF PART XV

RECIPIENT	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
South Fork Natural History Museum 377 Bridgehampton Brdgehampton NY 11932	none	501c3	To support environmental conservation	\$ 15 000 00
Spence-Chapin 410 East 92n Street New York NY 10128	none	501c3	To promote family and children welfare	\$ 1 000 00
Special Olympics 1133 19th Street NW 12th Fl Washington DC 20036 3604	none	501c3	To support sports for people with intellectual disabilities	\$ 1 000 00
The Trinity School 101 West 91st Street New York NY 10024	none	501c3	To support children s education	\$ 3 250 00
Thomas G Labrecque Foundation 1414 Prince Street Suite 400 Alexandria VA 22314	none	501c3	To support lung cancer research	\$ 500 00
U S Ski and Snowboard Team Foundation Box 100 1500Kearns Blvd Park City UT 84060	none	501c3	To support the U S Ski Team	\$ 18 000 00
Urban Stages 555 Eighth Avenue New York NY 10018	none	501c3	To promote theater	\$ 1 000 00
UJA Federation of New York 130 East 59th Street New York NY 10022	none	501c3	To support the Jewish people in New York	\$ 250 00
Whitney Museum 945 Madison Avenue New York NY 10021	none	501c3	To support art	\$ 36 00
Women s Prison Association 110 Second Avenue New York NY 10003	none	501c3	To support services for women with crminal justice	\$ 37 000 00
				<u>\$ 516 545 00</u>