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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation: THE JAYNE AND LEONARD ABESS FOUNDATION INC

A Employer identification number: 20-0052304

Number and street (or P O box number if mail is not delivered to street address): 600 FIFTH AVENUE

Room/suite:

B Telephone number (see instructions): (212) 632-3000

City or town, state, and ZIP code: NEW YORK, NY 10020

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 6,453,432.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	1,250,000.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	117,577.	116,830.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	68,415.			
	b Gross sales price for all assets on line 6a 1,164,355.				
	7 Capital gain net income (from Part IV, line 2)		68,415.		
	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) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	1,435,992.	185,245.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	3,500.	3,500.	NONE	NONE
	c Other professional fees (attach schedule) STMT 3	27,765.	22,212.		5,553.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	1,693.	693.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 5	245.	184.		61.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	33,203.	26,589.	NONE	5,614.
	25 Contributions, gifts, grants paid	214,749.			214,749.
	26 **Total expenses and disbursements** Add lines 24 and 25	247,952.	26,589.	NONE	220,363.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	1,188,040.			
	b **Net investment income** (if negative, enter -0-)		158,656.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	-25,000.		
	2	Savings and temporary cash investments	1,672,070.	1,731,465.	1,731,465.
	3	Accounts receivable ▶			
		Less. allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule) STMT 6	398,746.	398,746.	430,665.
	b	Investments - corporate stock (attach schedule) STMT 7	2,094,037.	2,904,155.	3,062,659.
	c	Investments - corporate bonds (attach schedule) STMT 8	925,984.	1,177,265.	1,228,643.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	5,065,837.	6,211,631.	6,453,432.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ [ ] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
	27	Capital stock, trust principal, or current funds	5,065,837.	6,211,631.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	5,065,837.	6,211,631.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	5,065,837.	6,211,631.	

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	5,065,837.
2	Enter amount from Part I, line 27a	2	1,188,040.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	2,000.
4	Add lines 1, 2, and 3	4	6,255,877.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	44,246.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,211,631.

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	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,164,355.		1,095,940.	68,415.
b				
c				
d				
e				

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

	(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a				68,415.
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	68,415.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	98,702.	4,427,032.	0.02229529852
2009	60,746.	1,962,244.	0.03095741406
2008	65,571.	1,240,990.	0.05283765381
2007	63,864.	1,335,619.	0.04781603137
2006	59,748.	1,317,986.	0.04533280323

2	**Total** of line 1, column (d)	2	0.19923920099
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.03984784020
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	5,862,912.
5	Multiply line 4 by line 3	5	233,624.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,587.
7	Add lines 5 and 6	7	235,211.
8	Enter qualifying distributions from Part XII, line 4	8	220,363.

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 ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	3,173.
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	
3	Add lines 1 and 2		3	3,173.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	3,173.
6	Credits/Payments			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 1,611.		
b	Exempt foreign organizations - tax withheld at source	6b NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c NONE		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	1,611.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	1,562.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* STMT 11	10	X	

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ FIDUCIARY TRUST COMPANY INT'L. Telephone no ▶ (212)632-3000

Located at ▶ 600 FIFTH AVENUE, NEW YORK, NY ZIP + 4 ▶ 10020

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

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____ , ____ , ____ , ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)		2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____ , ____ , ____ , ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **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? ☐ 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** No: 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? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		-0-	-0-	-0-

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 14		NONE
Total number of others receiving over $50,000 for professional services . . . . ▶		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions. 3 NONE	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	5,148,899.
b	Average of monthly cash balances	1b	803,296.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	5,952,195.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	5,952,195.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	89,283.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,862,912.
6	**Minimum investment return.** Enter 5% of line 5	6	293,146.

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	293,146.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,173.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,173.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	289,973.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	289,973.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	289,973.

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	220,363.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	220,363.
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 (see instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	220,363.

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

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				289,973.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			215,652.	
b Total for prior years 20 09 ,20 ____ ,20 ____		NONE		
3 Excess distributions carryover, if any, to 2011				
a From 2006 — NONE				
b From 2007 — NONE				
c From 2008 — NONE				
d From 2009 — NONE				
e From 2010 — NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 220,363.				
a Applied to 2010, but not more than line 2a			215,652.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				4,711.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				285,262.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2007 — NONE				
b Excess from 2008 — NONE				
c Excess from 2009 — NONE				
d Excess from 2010 — NONE				
e Excess from 2011 — NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

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

1 Information Regarding Foundation Managers:

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

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:

SEE STATEMENT 15

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

N/A

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

N/A

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 22				
Total ▶ **3a**				214,749.
b *Approved for future payment*				
Total ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	117,577.	
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	68,415.	
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)				185,992.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 185,992.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

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

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

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

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

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] | APRIL 29, 2012 | Director/President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
RICHARD SHELTON	[signature]	04/24/2012		P00179509
Firm's name ▶ FIDUCIARY TRUST COMPANY INTL			Firm's EIN ▶ 13-5069335	
Firm's address ▶ 600 FIFTH AVENUE NEW YORK, NY 10020			Phone no. 212-632-4090	

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
THE JAYNE AND LEONARD ABESS FOUNDATION INC	20-0052304

Organization type (check one)

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

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

General Rule

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

Special Rules

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

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

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

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

Name of organization: THE JAYNE AND LEONARD ABESS FOUNDATION INC

Employer identification number: 20-0052304

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	LEONARD L. ABESS 100 S E 32ND ROAD MIAMI, FL 33129	$ 1,250,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		2800. SYSCO CORP PROPERTY TYPE: SECURITIES					11/16/2009	01/10/2011
84,118.00		74,885.00					9,233.00	
		1000. CHINA MOBILE HONG KONG LTD SPONS A PROPERTY TYPE: SECURITIES					10/28/2009	01/20/2011
49,856.00		50,074.00					-218.00	
		1200. ARCELORMITTAL NY REG PROPERTY TYPE: SECURITIES					05/14/2009	01/24/2011
45,086.00		30,729.00					14,357.00	
		800. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					11/16/2009	01/25/2011
48,735.00		49,626.00					-891.00	
		2000. AT&T INC PROPERTY TYPE: SECURITIES					10/28/2009	02/11/2011
57,024.00		51,036.00					5,988.00	
		100000. FEDERAL HOME LOAN BANK CALL DTD PROPERTY TYPE: SECURITIES					02/10/2010	02/25/2011
100,000.00		100,000.00						
		3000. CISCO SYS INC PROPERTY TYPE: SECURITIES					01/24/2011	04/27/2011
51,877.00		63,383.00					-11,506.00	
		2000. CISCO SYS INC PROPERTY TYPE: SECURITIES					11/16/2009	04/27/2011
34,585.00		38,782.00					-4,197.00	
		700. HANSEN NATURAL CORP PROPERTY TYPE: SECURITIES					11/16/2009	05/25/2011
49,392.00		24,956.00					24,436.00	
		1000. HANSEN NATURAL CORP PROPERTY TYPE: SECURITIES					11/16/2009	06/03/2011
72,462.00		35,652.00					36,810.00	
		100000. FEDERAL FARM CREDIT BANK CALL DT PROPERTY TYPE: SECURITIES					06/21/2010	06/28/2011
100,000.00		100,000.00						

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. MASTERCARD INC-CLASS A PROPERTY TYPE: SECURITIES					02/10/2010	08/15/2011
33,294.00		22,345.00					10,949.00	
		1200. NORTHERN TRUST CORP PROPERTY TYPE: SECURITIES					10/26/2010	09/23/2011
41,082.00		60,193.00					-19,111.00	
		800. NORTHERN TRUST CORP PROPERTY TYPE: SECURITIES					02/11/2011	09/23/2011
27,388.00		42,302.00					-14,914.00	
		250. MASTERCARD INC-CLASS A PROPERTY TYPE: SECURITIES					05/25/2010	11/02/2011
89,929.00		54,119.00					35,810.00	
		150000. CITIGROUP INC SR NT DTD 6/15/201 PROPERTY TYPE: SECURITIES					06/09/2011	11/18/2011
148,940.00		152,885.00					-3,945.00	
		1500. AVON PRODS INC. PROPERTY TYPE: SECURITIES					01/24/2011	12/07/2011
26,006.00		43,511.00					-17,505.00	
		2000. AVON PRODS INC. PROPERTY TYPE: SECURITIES					10/28/2010	12/07/2011
34,675.00		61,041.00					-26,366.00	
		300. NATIONAL-OILWELL INC PROPERTY TYPE: SECURITIES					02/10/2010	12/07/2011
21,921.00		12,558.00					9,363.00	
		500. NIKE INC. CL B PROPERTY TYPE: SECURITIES					02/10/2010	12/07/2011
47,985.00		27,863.00					20,122.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN(LOSS)							68,415.	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FTCI ACCOUNT		117,577.	116,830.
	TOTAL	117,577.	116,830.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE	3,500.	3,500.		
TOTALS	3,500.	3,500.	NONE	NONE

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FTCI INV MGT FEES	27,765.	22,212.	5,553.
TOTALS	27,765.	22,212.	5,553.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL EXCISE TAX	1,000.	
FOREIGN TAX WITHHELD	693.	693.
TOTALS	1,693.	693.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ANNUAL FLORIDA FEE	61.		61.
ADR FEES	184.	184.	
TOTALS	245.	184.	61.

THE JAYNE AND LEONARD ABESS FOUNDATION INC 20-0052304

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED	398,746.	430,665.
TOTALS	398,746.	430,665.

THE JAYNE AND LEONARD ABESS FOUNDATION INC 20-0052304

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED	2,904,155.	3,062,659.
TOTALS	2,904,155.	3,062,659.

THE JAYNE AND LEONARD ABESS FOUNDATION INC 20-0052304

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED	1,177,265.	1,228,643.
TOTALS	1,177,265.	1,228,643.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
CONTRIBUTION CHECKS CLEARING AFTER 12/31/2011	2,000.
TOTAL	2,000.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
2010 CONTRIBUTION CHECKS CLEARED IN 2011	41,319.
2011 TREASURY INTEREST RECEIVED IN 2012	2,927.
TOTAL	44,246.

THE JAYNE AND LEONARD ABESS FOUNDATION INC 20-0052304

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS

NAME AND ADDRESS

LEONARD L. ABESS
100 S E 32ND ROAD
MIAMI, FL 33129

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
==

OFFICER NAME:
LEONARD L. ABESS
ADDRESS:
100 SE 32ND ROAD
MIAMI, FL 33129
TITLE:
DIRECTOR/PRESIDENT

OFFICER NAME:
JAYNE HARRIS ABESS
ADDRESS:
100 SE 32ND ROAD
MIAMI, FL 33129
TITLE:
DIRECTOR/VP/TREASURER

OFFICER NAME:
ASHLEY ABESS
ADDRESS:
25 WEST FLAGLER STREET
MIAMI, FL 33130
TITLE:
DIRECTOR/SECRETARY

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES
==

EMPLOYEE NAME:
NONE

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS
==

NAME:
NONE

FORM 990PF, PART XV - LINES 2a - 2d
===================================

RECIPIENT NAME:
LEONARD L. ABESS
ADDRESS:
100 SE 32ND ROAD
MIAMI, FL 33129
FORM, INFORMATION AND MATERIALS:
LETTER REQUEST ACCOMPANIED BY EXEMPTION LETTER UNDER IRC.
SECTION 501(C)(3)

RECIPIENT NAME:
OUR PRIDE ACADEMY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
UNITED WAY OF MIAMI-DADE
ADDRESS:
3250 SW 3RD AVENUE
MIAMI, FL 33129-2712
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 44,650.

RECIPIENT NAME:
UNIVERSITY OF MIAMI
ADDRESS:
PO BOX 248073
CORAL GABLES, FL 33124-2932
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 1,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
===

RECIPIENT NAME:
THE WOLFSONIAN
FLORIDA INTERNATIONAL UNIVERSITY
ADDRESS:
1001 WASHINGTON AVENUE
MIAMI BEACH, FL 33139
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 27,000.

RECIPIENT NAME:
UNIVERSITY OF MIAMI - HILLEL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 720.

RECIPIENT NAME:
UNITED WAY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
BAPTIST HEALTH FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
GOODWILL INDUSTRIES OF S. FLORIDA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 34,819.

RECIPIENT NAME:
NATIONAL PUBLIC RADIO FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
THE PEDDIE SCHOOL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
EXPERIENCE AVIATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
THE SAN DIEGO SYMPHONY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
NEW YORK HARBOR FOUNDATION
ADDRESS:
10 SOUTH STREET, SLIP 7
NEW YORK, NY 10004
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
SALK INSTITUTE FOR BIOLOGICAL STUDI
ADDRESS:
10010 NORTH TORREY PINES ROAD
LAJOLLA, CA 92037-1099
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
LARGER THAN LIFE USA
ADDRESS:
54-15 35 STREET
LONG ISLAND CITY, NY 11101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
STORM KING ART CENTER
ADDRESS:
PO BOX 280
MOUNTAINVILLE, NY 10953
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
FRIENDS OF MADAGASCAR
ADDRESS:
11701 ORANGE DRIVE
DAVIE, FL 33330
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 30,000.

THE JAYNE AND LEONARD ABESS FOUNDATION INC 20-0052304
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
PAN MASS CHALLENGE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 360.

RECIPIENT NAME:
OVERTOWN MUSIC PROJECT
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 1,500.

RECIPIENT NAME:
FAIRCHILD TROPICAL GARDEN
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
MARCH OF DIMES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 100.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
DADE HERITAGE TRUST
ADDRESS:
190 SE 12TH TERRACE
MIAMI, FL 33131
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 100.

TOTAL GRANTS PAID: 214,749.

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust: THE JAYNE AND LEONARD ABESS FOUNDATION INC

Employer identification number: 20-0052304

Note: *Form 5227 filers need to complete only Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-66,981.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	-66,981.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	135,396.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	135,396.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2011**

Part III **Summary of Parts I and II**
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-66,981.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			135,396.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			68,415.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV **Capital Loss Limitation**

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 15, column (3) **or** b $3,000 ..... 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover*

Part V **Tax Computation Using Maximum Capital Gains Rates**

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if:*

- *Either line 14b, col (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17			
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18					
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19					
20	Add lines 18 and 19	20					
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21					
22	Subtract line 21 from line 20. If zero or less, enter -0-			22			
23	Subtract line 22 from line 17. If zero or less, enter -0-			23			
24	Enter the **smaller** of the amount on line 17 or $2,300			24			
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box ☐ **No.** Enter the amount from line 23			25			
26	Subtract line 25 from line 24			26			
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22			27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28			
29	Subtract line 28 from line 27			29			
30	Multiply line 29 by 15% (.15)					30	
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					31	
32	Add lines 30 and 31					32	
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)					34	

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No. 1545-0092

2011

Name of estate or trust: THE JAYNE AND LEONARD ABESS FOUNDATION INC

Employer identification number: 20-0052304

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 3000. CISCO SYS INC	01/24/2011	04/27/2011	51,877.00	63,383.00	-11,506.00
1200. NORTHERN TRUST CORP	10/26/2010	09/23/2011	41,082.00	60,193.00	-19,111.00
800. NORTHERN TRUST CORP	02/11/2011	09/23/2011	27,388.00	42,302.00	-14,914.00
150000. CITIGROUP INC SR N 6/15/2011 3.953% 6/15/2016	06/09/2011	11/18/2011	148,940.00	152,885.00	-3,945.00
1500. AVON PRODS INC.	01/24/2011	12/07/2011	26,006.00	43,511.00	-17,505.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -66,981.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
THE JAYNE AND LEONARD ABESS FOUNDATION INC	20-0052304

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 2800. SYSCO CORP	11/16/2009	01/10/2011	84,118.00	74,885.00	9,233.00
1000. CHINA MOBILE HONG KO ADR	10/28/2009	01/20/2011	49,856.00	50,074.00	-218.00
1200. ARCELORMITTAL NY REG	05/14/2009	01/24/2011	45,086 00	30,729.00	14,357.00
800. JOHNSON & JOHNSON	11/16/2009	01/25/2011	48,735.00	49,626.00	-891.00
2000. AT&T INC	10/28/2009	02/11/2011	57,024.00	51,036.00	5,988.00
100000. FEDERAL HOME LOAN DTD 2/25/2010 2.08% 11/25/2	02/10/2010	02/25/2011	100,000.00	100,000.00	
2000. CISCO SYS INC	11/16/2009	04/27/2011	34,585.00	38,782.00	-4,197.00
700. HANSEN NATURAL CORP	11/16/2009	05/25/2011	49,392.00	24,956.00	24,436.00
1000. HANSEN NATURAL CORP	11/16/2009	06/03/2011	72,462.00	35,652.00	36,810.00
100000. FEDERAL FARM CREDI DTD 6/28/2010 3.65% 12/28/2	06/21/2010	06/28/2011	100,000.00	100,000.00	
100. MASTERCARD INC-CLASS	02/10/2010	08/15/2011	33,294.00	22,345.00	10,949.00
250. MASTERCARD INC-CLASS	05/25/2010	11/02/2011	89,929.00	54,119.00	35,810.00
2000. AVON PRODS INC.	10/28/2010	12/07/2011	34,675.00	61,041.00	-26,366.00
300. NATIONAL-OILWELL INC	02/10/2010	12/07/2011	21,921.00	12,558.00	9,363.00
500. NIKE INC. CL B	02/10/2010	12/07/2011	47,985.00	27,863.00	20,122.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 135,396.00

THE JAYNE AND LEONARD ABESS FOUNDATION INC
ACCOUNT # 141015100
BASE CURRENCY U S DOLLAR
PORTFOLIO TYPE. PRINCIPAL

TRADE DATE BASIS
AS OF DEC 31 2011

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
SHORT TERM								
U.S Dollar								
Cash								
250,465 1600	CASH		250,465 16		250,465 16	250	0 10	0 00
Cash Equivalents								
1,481,000 0000	STIP 3 US TREASURY & AGENCY DTD 8/31/2003	1 0000	1,481,000 00	1 0000	1,481,000 00	148	0 01	7.03
Total U S Dollar			1,731,465 16		1,731,465 16	399	0.02	7.03
Total SHORT TERM			1,731,465 16		1,731,465 16	399	0.02	7 03

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
FIXED INCOME								
U S Dollar								
Governments								
100,000.0000	UNITED STATES TREASURY NOTE DTD 10/31/2009 2.375% 10/31/2014 AAA	99.9390	99,938.98	105 6719	105,671.90	2,375	2.80	404.53
100,000 0000	UNITED STATES TREASURY NOTE DTD 12/31/2009 2 625% 12/31/2014 AAA	99 8139	99,813 91	106 6797	106,679.70	2,625	2 91	7 29
100,000 0000	UNITED STATES TREASURY NOTE DTD 3/31/2010 2 5% 3/31/2015 AAA	99 5820	99,582 03	106.6410	106,641 00	2,500	3 04	638 74
100,000 0000	UNITED STATES TREASURY NOTE DTD 12/31/2009 3 25% 12/31/2016 AAA	99 4115	99,411 47	111 6720	111,672 00	3,250	3 91	9 03
Total Governments			398,746 39		430,664 60	10,750	3 17	1,059 59
Corporates								
100,000 0000	GENERAL ELEC CAP CORP SR NT DTD 1/8/2010 2 8% 1/8/2013 AA+	99 9390	99,939 00	101 9260	101,926 00	2,800	0 90	1,345 56

See important disclosures [*1]-[*9], as applicable

U S Dollar — Cont

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
150,000 0000	MORGAN STANLEY SR NT DTD 1/25/2011 2.875% 1/24/2014 A-	100 0740	150,111 00	95 8260	143,739 00	4,313	5 03	1,880 73
25,000 0000	WAL MART STORES INC NT DTD 5/21/2009 3 2% 5/15/2014 AA	100 3890	25,097 25	105 6821	26,420 53	800	0 78	102 22
100,000 0000	BLACKROCK INC SR NT DTD 12/10/2009 3 5% 12/10/2014 A+	100.5570	100,557 00	106 8580	106,858 00	3,500	1 12	204 17
150,000 0000	WELLS FARGO & CO SR NT DTD 3/30/2010 3 625% 4/15/2015 A+	99 9340	149,901 00	104.7818	157,172 70	5,438	2 11	1,147.92
100,000 0000	GENERAL ELEC CAP CORP DTD 6/28/2010 3 5% 6/29/2015 AA+	99 8040	99,804.00	104 9410	104,941 00	3,500	2 03	19 44
100,000 0000	KRAFT FOODS INC SR NT DTD 2/8/2010 4 125% 2/9/2016 BBB-	100.4640	100,464.00	108 6760	108,676 00	4,125	1 92	1,627.08
150,000 0000	AT&T INC SR NT DTD 4/29/2011 2 95% 5/15/2016 A-	100 2140	150,321 00	104 3200	156,480 00	4,425	1.91	565.42
50,000 0000	KELLOGG CO SR NT DTD 5/21/2009 4 45% 5/30/2016 BBB+	99 3090	49,654 50	111 1160	55,558 00	2,225	1 82	191 60

THE JAYNE AND LEONARD ABESS FOUNDATION
INC
ACCOUNT # 141015100
BASE CURRENCY. U S DOLLAR
PORTFOLIO TYPE PRINCIPAL

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

TRADE DATE BASIS
AS OF DEC 31 2011

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U S Dollar			Cont					
150,000 0000	APPLIED MATERIALS INC SR NT DTD 6/8/2011 2 65% 6/15/2016 A-	100.5660	150,849 00	102 4820	153,723 00	3,975	2 06	176 67
100,000 0000	PNC FDG CORP SR NT DTD 2/8/2010 5 125% 2/8/2020 A-	100 5670	100,567.00	113 1490	113,149 00	5,125	3.26	2,035 76
Total Corporates			1,177,264 75		1,228,643 23	40,225	2 28	9,296.57
Total U S Dollar			1,576,011 14		1,659,307 83	50,975	2 51	10,356 16
Total FIXED INCOME			1,576,011 14		1,659,307.83	50,975	2.51	10,356 16

THE JAYNE AND LEONARD ABESS FOUNDATION INC
ACCOUNT # 141015100
BASE CURRENCY U S DOLLAR
PORTFOLIO TYPE PRINCIPAL

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

TRADE DATE BASIS
AS OF DEC 31 2011

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
CONVERTIBLES								
U S Dollar								
Convertible Bonds								
75,000 0000	PEABODY ENERGY CORP CONV/CALL DTD 12/20/2006 4.75% 12/15/2066 B+ CALLABLE ON 12/20/2036 @ 100%	77 8750	58,406 25	102 5000	76,875 00	3,563	4 63	158.33
Convertible Preferred								
1,050 0000	APACHE CORP CONV PFD 6 00%	50 0000	52,500 00	54 2800	56,994 00	3,150	5.53	0 00
1,730 0000	GENERAL MOTORS CO 4 75% CNV PRF SER B	53 1584	91,964 00	34 2500	59,252 50	4,109	6 93	0 00
Total Convertible Preferred			144,464 00		116,246.50	7,259	6 24	0 00
Total U S Dollar			202,870 25		193,121 50	10,821	5 60	158 33
Total CONVERTIBLES			202,870 25		193,121 50	10,821	5 60	158 33

See important disclosures [*1]-[*9], as applicable

THE JAYNE AND LEONARD ABESS FOUNDATION INC
ACCOUNT # 141015100
BASE CURRENCY U.S DOLLAR
PORTFOLIO TYPE PRINCIPAL

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

TRADE DATE BASIS
AS OF DEC 31 2011

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
EQUITIES								
U S Dollar								
3,700 0000	ABB LTD SPONSORED ADR	18 6171	68,883 35	18 8300	69,671 00	2,490	3 57	0 00
2,100.0000	ABBOTT LABORATORIES	44 6936	93,856 64	56 2300	118,083 00	4,032	3 41	0 00
2,400 0000	AGCO CORP	51 8097	124,343 20	42 9700	103,128.00		N/A	0 00
2,600 0000	AGILENT TECHNOLOGIES INC	28 6365	74,455 02	34 9300	90,818 00	1,040	1 15	0 00
600.0000	AIR PRODUCTS & CHEMICALS INC	69 7525	41,851.49	85.1900	51,114 00	1,392	2 72	348 00
1,800 0000	ANALOG DEVICES INC	30 0353	54,063.54	35 7800	64,404 00	1,800	2 79	0 00
750 0000	BERKSHIRE HATHAWAY INC	61 2218	45,916 37	76 3000	57,225 00		N/A	0 00
1,000 0000	BHP BILLITON LIMITED SPON ADR	85.3925	85,392 50	70 6300	70,630 00	2,020	2 86	0 00
600.0000	BLACKROCK INC	165.7708	99,462 50	178 2400	106,944 00	3,300	3 09	0 00
3,000 0000	BROADCOM CORP CL A	35 1203	105,360 96	29 3600	88,080 00	1,080	1 23	0 00
1,500 0000	CELGENE CORP	46.7827	70,173.98	67 6000	101,400 00		N/A	0 00
3,500 0000	COMCAST CORP CL A	18 6789	65,376 15	23 7100	82,985 00	1,575	1 90	393 75

See important disclosures [*1]-[*9], as applicable

THE JAYNE AND LEONARD ABESS FOUNDATION INC
ACCOUNT # 141015100
BASE CURRENCY. U S DOLLAR
PORTFOLIO TYPE PRINCIPAL

TRADE DATE BASIS
AS OF DEC 31 2011

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U S Dollar			Cont					
4,000 0000	CORNING INC	18 0982	72,392.70	12.9800	51,920 00	1,200	2 31	0 00
2,000 0000	COVIDIEN PLC	47.4421	94,884.15	45 0100	90,020 00	1,800	2 00	0 00
1,500 0000	DEVON ENERGY CORP NEW	73 9368	110,905 13	62 0000	93,000.00	1,020	1 10	0 00
1,000 0000	DIAGEO PLC SPONSORED ADR NEW	80 5140	80,514 00	87 4200	87,420 00	2,595	2 97	0.00
1,200 0000	EXXON MOBIL CORP	74 8257	89,790 82	84 7600	101,712 00	2,256	2 22	0 00
1,500 0000	FLUOR CORP	48 6457	72,968 54	50 2500	75,375 00	750	1 00	187 50
1,100.0000	GENERAL DYNAMICS CORP	60.9380	67,031 77	66 4100	73,051 00	2,068	2 83	0 00
3,500 0000	GENERAL ELECTRIC CO	14.6052	51,118.35	17 9100	62,685 00	2,380	3.80	595 00
2,500 0000	GILEAD SCIENCES INC	41 2964	103,240 90	40 9300	102,325 00		N/A	0 00
200 0000	GOOGLE INC	608 9764	121,795 28	645 9000	129,180 00		N/A	0.00
1,500 0000	HONDA MOTOR CO LTD ADR	28 1638	42,245 76	30.5500	45,825 00	1,037	2.26	278.24
3,500 0000	JOHNSON CONTROLS INC	37.2789	130,476 15	31 2600	109,410 00	2,520	2 30	630 00
2,800 0000	MARATHON OIL CORP	23 3882	65,487 04	29 2700	81,956 00	1,680	2 05	0 00

See important disclosures [*1]-[*9], as applicable

THE JAYNE AND LEONARD ABESS FOUNDATION INC
ACCOUNT # 141015100
BASE CURRENCY U S DOLLAR
PORTFOLIO TYPE· PRINCIPAL

TRADE DATE BASIS
AS OF DEC 31 2011

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
U S Dollar			Cont					
1,400 0000	MARATHON PETROLEUM CORP	31 6417	44,298.44	33 2900	46,606 00	1,400	3 00	0 00
2,000 0000	MICROSOFT CORP	27 1843	54,368 68	25 9600	51,920 00	1,600	3 08	0 00
1,000 0000	MOSAIC CO	47 7524	47,752 42	50.4300	50,430 00	200	0 40	0 00
1,000.0000	NATIONAL OILWELL VARCO INC	34 9870	34,987 01	67 9900	67,990 00	480	0 71	0 00
1,000 0000	NIKE INC CL B	73 1467	73,146 66	96 3700	96,370.00	1,440	1 49	540 00
1,750 0000	PEPSICO INC	60 5649	105,988 51	66 3500	116,112 50	3,605	3 10	901 25
1,000 0000	RESEARCH IN MOTION LTD	61.6430	61,643 00	14 5000	14,500.00		N/A	0 00
1,500 0000	ROCHE HOLDING LTD ADR	40 3600	60,540.00	42 5500	63,825 00	1,695	2.66	150 00
2,000 0000	TEVA PHARMACEUTICAL INDS LTD ADR	20 8906	41,781 15	40 3600	80,720 00	1,570	1 94	0 00
1,500 0000	UNITED TECHNOLOGIES CORP	65 8984	98,847 59	73 0900	109,635 00	2,880	2 63	0 00
2,250 0000	VODAFONE GROUP PLC SPONSORED ADR	20.4198	45,944 60	28 0300	63,067 50	3,247	5 15	2,462 97
Total U S Dollar			2,701,284 35		2,869,537.00	56,151	1 96	6,486 71

See important disclosures [*1]-[*9], as applicable

THE JAYNE AND LEONARD ABESS FOUNDATION INC
ACCOUNT # 141015100
BASE CURRENCY U S DOLLAR
PORTFOLIO TYPE PRINCIPAL

FIDUCIARY TRUST COMPANY INTERNATIONAL
INVESTOR SERVICES CURRENCY APPRAISAL

TRADE DATE BASIS
AS OF DEC 31 2011

Units	Security Description	Unit Cost	Cost	Price	Market Value	Estimated Annual Income	Yield	Accrued Income
Total EQUITIES			2,701,284 35		2,869,537 00	56,151	1 96	6,486 71
Total			6,211,630 90		6,453,431 49	118,346		17,008 23
Accrued Income			17,008 23		17,008 23			
Grand Total			6,228,639 13		6,470,439.72	118,346		17,008 23

See important disclosures: [*1]-[*9], as applicable