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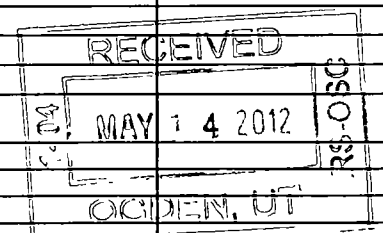
**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****2011**Department of the Treasury
Internal Revenue Service

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

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

Name of foundation JEFFREY I SIMONS FOUNDATION INC		A Employer identification number 22-3770537
Number and street (or P O box number if mail is not delivered to street address) 4799 SANCTUARY LANE		B Telephone number (see the instructions) (212) 741-3600
City or town BOCA RATON	State ZIP code FL 33431	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 checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 733,989.	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 (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 (att sch)				
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	60.	60.		
	4 Dividends and interest from securities	31,558.	31,558.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		7,685.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	31,618.	39,303.	0.		
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 sch)				
	c Other prof fees (attach sch)	4,442.	4,442.		
	17 Interest				
	18 Taxes (attach schedule) (see instrs) 990PF	216.	216.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23	4,658.	4,658.			
25 Contributions, gifts, grants paid	36,200.			36,200.	
26 Total expenses and disbursements. Add lines 24 and 25	40,858.	4,658.		36,200.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-9,240.				
b Net investment income (if negative, enter -0-)		34,645.			
c Adjusted net income (if negative, enter -0-)			0.		



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			
	2 Savings and temporary cash investments	157,963.	73,475.	73,475.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)	76,143.	0.	0.
	b Investments — corporate stock (attach schedule) L-10b Stmt	0.	429,089.	434,488.
	c Investments — corporate bonds (attach schedule) L-10c Stmt	498,019.	228,012.	226,026.
	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)	732,125.	730,576.	733,989.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)			
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	<input type="checkbox"/>		
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	<input checked="" type="checkbox"/>		
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	732,125.	730,576.	
	30 Total net assets or fund balances (see instructions)	732,125.	730,576.	
	31 Total liabilities and net assets/fund balances (see instructions)	732,125.	730,576.	

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	732,125.
2 Enter amount from Part I, line 27a	2	-9,240.
3 Other increases not included in line 2 (itemize) CAPITAL GAINS	3	7,691.
4 Add lines 1, 2, and 3	4	730,576.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	730,576.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a 90 SH OCCIDENTAL PETE	P	02/17/11	02/23/11
b 120 SH OCCIDENTAL PETE	P	01/10/11	02/23/11
c 40 SH BAYER AG	P	02/17/11	03/04/11
d 140 SH CENTRAL FUND OF CANADA	P	02/17/11	03/04/11
e See Columns (a) thru (d)			

(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 9,301.		9,522.	-221.
b 12,402.		11,479.	923.
c 3,157.		3,083.	74.
d 3,076.		2,881.	195.
e See Columns (e) thru (h)		934,003.	6,714.

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			-221.
b			923.
c			74.
d			195.
e See Columns (i) thru (l)			6,714.

2 Capital gain net income or (net capital loss).	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	7,685.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).	<div> <div>If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8</div> </div>	3	-4,265.

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

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

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

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

☐ Yes☐ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	40,954.	676,205.	0.060564
2009	26,480.	683,950.	0.038716
2008	29,650.	646,110.	0.045890
2007	31,010.	550,938.	0.056286
2006	32,070.	641,698.	0.049977

2 Total of line 1, column (d)	2	0.251433
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	0.050287
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	710,623.
5 Multiply line 4 by line 3	5	35,735.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	346.
7 Add lines 5 and 6	7	36,081.
8 Enter qualifying distributions from Part XII, line 4	8	36,200.

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.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b.		1	346.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	346.
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	346.
6 Credits/Payments:			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a		
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		
8 Enter any penalty for underpayment of estimated tax. Check here <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	346.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax	11		
	Refunded		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions)		
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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>	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 entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>JEFFREY SIMONS</u> Telephone no <u>(212) 741-3600</u> Located at <u>4799 SANCTUARY LANE BOCA RATON FL</u> ZIP + 4 <u>33431</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</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 <u></u>	16		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	
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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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)	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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to**(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?☐ Yes ☒ No**(2)** Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?☐ Yes ☒ No**(3)** Provide a grant to an individual for travel, study, or other similar purposes?☐ Yes ☒ No**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)☐ Yes ☒ No**(5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ 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?

If 'Yes' to 6b, file Form 8870

☐ Yes ☒ No**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?**5b****6b****7b****X****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
JEFFREY SIMONS 4799 SANCTUARY DRIVE BOCA RATO FL 33431	PRESIDENT	2.00	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
0				
0				
0				
0				

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

None

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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments See instructions.	
3	
Total. Add lines 1 through 3	

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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	1 a	721,445.
b Average of monthly cash balances	1 b	
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	721,445.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	721,445.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	10,822.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	710,623.
6 Minimum investment return. Enter 5% of line 5	6	35,531.

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	35,531.
2a Tax on investment income for 2011 from Part VI, line 5	2 a	346.
b Income tax for 2011 (This does not include the tax from Part VI.)	2 b	
c Add lines 2a and 2b	2 c	346.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	35,185.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	35,185.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	35,185.

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	1 a	36,200.
b Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	36,200.
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	346.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	35,854.

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				35,185.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			33,594.	
b Total for prior years. 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011.				
a From 2006	32,350.			
b From 2007	0.			
c From 2008	0.			
d From 2009	36,480.			
e From 2010	41,170.			
f Total of lines 3a through e	110,000.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 36,200.				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2011 distributable amount				
e Remaining amount distributed out of corpus	36,200.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	146,200.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount — see instructions			33,594.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012.				35,185.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	32,350.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	113,850.			
10 Analysis of line 9				
a Excess from 2007	0.			
b Excess from 2008	0.			
c Excess from 2009	36,480.			
d Excess from 2010	41,170.			
e Excess from 2011	36,200.			

BAA

Form 990-PF (2011)

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				
CHILDRENS AID SOCIETY 105 EAST 22ND ST NEW YORK NY 10010	-		HUMANITARIAN	2,500.
CENTER FOR FOOD ACTION 192 WEST DEMAREST AVE ENGLEWOOD NJ 07631	-		HUMANITARIAN	1,500.
GRAMEEN FOUNDATION 110 15TH ST NW WASHINGTON DC 20005	-		HUMANITARIAN	2,000.
PROVIDENCE COLLEGE 1 CUNNINGHAM SQUARE PROVIDENCE RI 02918	-		EDUCATION	5,000.
EAST STROUDSBURG UNIVERSITY 200 PROSPECT STREET EAST STROUDSBURG PA 18301	-		EDUCATION	5,000.
AMERICAN RED CROSS 209 FAIRFIELD ROAD FAIRFIELD NJ 07004	-		HUMANITARIAN	1,000.
PROJECT HOPE 255 CARTER HALL LANE MILLWOOD VA 22646	-		HUMANITARIAN	200.
UNIVERSITY OF THE SCIENCES 600 South 43rd Street PHILADELPHIA PA 19104	-		EDUCATION	5,000.
UNIVERSITY OF WISCONSIN LAW SCHOOL 975 Bascom Mall MADISON WI 53706	-		EDUCATION	5,000.
See Line 3a statement				9,000.
Total			3a	36,200.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities					
5	Net rental income or (loss) from real estate.					
a	Debt-financed property					0.
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)					0.
13	Total. Add line 12, columns (b), (d), and (e)					0.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
70 SH GOLDCORP	P	02/17/11	03/04/11
50 SH CENTRAL FUND OF CANADA	P	02/17/11	03/22/11
40 SH NSTAR	P	02/17/11	03/22/11
110 SH PFIZER INC	P	02/17/11	03/22/11
50 SH BCE INC	P	02/17/11	03/23/11
40 SH NOVARTIS AG	P	02/17/11	03/23/11
30 SH ALLIANT ENERGY CORP	P	02/17/11	03/23/11
30 SH AMGEN CORP	P	02/17/11	03/23/11
100 SH QUESTAR CORP	P	02/17/11	03/23/11
10 SH SEMPRA ENERGY	P	02/17/11	03/23/11
80 SH CENTRAL FUND OF CANADA	P	02/17/11	03/24/11
40 SH GOLDCORP	P	02/17/11	03/24/11
60 SH ALLIANT ENERGY CORP	P	02/17/11	03/24/11
20 SH AMGEN CORP	P	01/10/11	03/24/11
20 SH EOG RESOURCES INC	P	03/01/01	03/24/11
40 MICROSOFT CORP	P	01/10/11	03/24/11
20 SH MONSANTO CO	P	02/17/11	03/24/11
50 SH NOBLE ENERGY INC	P	02/17/11	03/24/11
20 SH BAYER AG	P	02/17/11	03/31/11
20 SH BCE INC	P	02/17/11	03/31/11
20 SH AMGEN CORP	P	01/10/11	03/31/11
20 SH DEERE & CO	P	02/17/11	03/31/11
40 SH NSTAR	P	02/17/11	03/31/11
70 SH ORACLE CORP	P	02/17/11	03/31/11
80 SH PFIZER INC	P	02/17/11	03/31/11
70 SH QUESTAR CORP	P	02/17/11	03/31/11
50 SH SEMPRA ENERGY	P	02/17/11	03/31/11
50 SH ALLIANT ENERGY CORP	P	02/17/11	04/12/11
160 SH AMGEN CORP	P	01/10/11	04/12/11
280 SH NSTAR	P	01/10/11	04/12/11
130 SH NSTAR	P	02/17/11	04/12/11
300 SH PFIZER INC	P	02/17/11	04/12/11
500 SH QUESTAR	P	02/17/11	04/12/11
730 SH QUESTAR CORP	P	01/10/11	04/12/11
40 SH NOVARTIS AG	P	02/17/11	05/10/11
350 SH HEWLETT PACKARD CO	P	03/22/11	05/17/11
40 SH HEWLETT PACKARD CO	P	04/15/11	05/17/11
90 SH DEERE & CO	P	01/10/11	05/18/11
50 SH DEERE & CO	P	02/17/11	05/18/11
20 SH EL PASO ELECTRIC CO	P	04/15/11	06/01/11
20 SH MONSANTO CO	P	02/17/11	06/01/11
60 SH BCE INC	P	04/15/11	06/14/11
50 SH ALLIANT ENERGY CORP	P	02/17/11	06/14/11
40 SH AMGEN CORP	P	02/17/11	06/14/11
100 SH MICROSOFT CORP	P	01/10/11	06/14/11
20 SH SEMPRA ENERGY	P	04/15/11	06/14/11
50 SH BAYER AG	P	02/17/11	06/17/11
50 SH BAYER AG	P	04/15/11	06/17/11
190 SH BCE INC	P	02/17/11	06/17/11
10 SH BCE INC	P	04/15/11	06/17/11
170 SH CENTRAL FUND OF CANADA	P	02/17/11	06/17/11
130 SH CENTRAL FUND OF CANADA	P	04/15/11	06/17/11

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Continued

Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
100 SH GOLDCORP INC	P	02/17/11	06/17/11
190 SH NOVARTIS AG	P	02/17/11	06/17/11
10 SH NOVARTIS AG	P	01/10/11	06/17/11
100 SH POTASH CORP	P	03/31/11	06/17/11
100 SH SYGENTA AG	P	02/17/11	06/17/11
100 SH ALLIANT ENERGY CORP	P	02/17/11	06/17/11
100 SH AMGEN CORP	P	02/17/11	06/17/11
30 SH EL PASO ELECTRIC CO	P	04/15/11	06/17/11
170 SH EL PASO ELECTRIC CO	P	03/24/11	06/17/11
30 SH EOG RESOURCES INC	P	04/15/11	06/17/11
70 SH EOG RESOURCES INC	P	03/01/11	06/17/11
200 SH JC PENNEY INC	P	06/14/11	06/17/11
200 SH MEDTRONIC INC	P	06/01/11	06/17/11
300 SH MICROSOFT CORP	P	01/10/11	06/17/11
100 SH MONSANTO CO	P	02/17/11	06/17/11
100 SH MOSAIC CO	P	02/17/11	06/17/11
100 SH NEXTRA ENERGY	P	03/04/11	06/17/11
30 SH NOBLE ENERGY INC	P	04/15/11	06/17/11
50 SH NOBLE ENERGY INC	P	01/10/11	06/17/11
20 SH NOBLE ENERGY INC	P	02/17/11	06/17/11
130 SH ORACLE CORP	P	02/17/11	06/17/11
70 SH ORACLE CORP	P	04/15/11	06/17/11
20 SH PFIZER INC	P	02/17/11	06/17/11
180 SH PFIZER INC	P	01/10/11	06/17/11
100 SH PG&E CORP	P	05/10/11	06/17/11
40 SH SEMPRA ENERGY CORP	P	04/15/11	06/17/11
60 SH SEMPRA ENERGY CORP	P	02/17/11	06/17/11
30 SH POTASH CORP	P	03/31/11	06/22/11
30 SH IBM	P	02/17/11	06/22/11
60 SH NEXTRA ENERGY	P	03/04/11	06/22/11
60 SH PFIZER INC	P	01/10/11	06/22/11
50 SH IBM	P	01/10/11	07/07/11
10 SH IBM	P	02/17/11	07/07/11
30 SH MOSAIC CO	P	04/15/11	07/11/11
100 SH MOSAIC CO	P	01/10/11	07/11/11
20 SH MOSAIC CO	P	02/17/11	07/11/11
310 SH ORACLE CORP	P	01/10/11	07/12/11
50 SH ORACLE CORP	P	02/17/11	07/12/11
120 SH CENTRAL FUND OF CANADA	P	02/17/11	08/31/11
120 SH CENTRAL FUND OF CANADA	P	02/17/11	08/31/11
50 SH GOLDCORP INC	P	02/17/11	08/31/11
30 SH GOLDCORP INC	P	01/10/11	08/31/11
40 SH BAYER AG	P	02/17/11	09/06/11
180 SH BAYER AG	P	01/10/11	09/06/11
410 SH EL PASO ELECTRIC CO	P	03/24/11	10/14/11
120 SH ALLIANT ENERGY CORP	P	10/14/11	10/26/11
350 SH ALLIANT ENERGY CORP	P	01/10/11	10/26/11
100 SH AMGEN CORP	P	02/17/11	12/01/11
120 SH AMGEN CORP	P	10/14/11	12/01/11
5000 SH ANDRANKO PETE CORP	P	07/26/10	01/07/11
15000 SH BANK MONTREAL	P	06/21/10	01/07/11
15000 SH GOLDMAN SACHS GROUP INC	P	06/03/10	01/07/11

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Continued

Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
2000 SH KRAFT FOODS INC	P	06/09/10	01/07/11
15000 SH ROWAN COS INC	P	08/20/10	01/07/11
15000 SH CMS ENERGY CORP	P	11/16/10	01/28/11
5000 SH ALCOA INC	P	06/03/10	02/17/11
5000 SH BALL CORP	P	06/03/10	02/17/11
5000 SH EQUINOX INC	P	07/14/10	02/17/11
5000 SH EXPRESS SCRIPTS INC	P	06/08/10	02/17/11
5000 SH FORTUNE BRANDS INC	P	10/12/10	02/17/11
5000 SH HANESBRAND INC	P	06/03/10	02/17/11
5000 SH JEFFREIES GROUP INC	P	07/12/10	02/17/11
5000 SH KINDER MORGAN FINANCE	P	07/13/10	02/17/11
5000 SH MORGAN STANLEY GROUP INC	P	06/03/10	02/17/11
5000 SH NRG ENERGY INC	P	07/13/10	02/17/11
5000 SH OVERSEAS SHIPHOLDING GROUP	P	07/23/10	02/17/11
5000 SH PITNEY BOWES INC	P	11/02/10	02/17/11
5000 SH PRUDENTIAL FINANCIAL INC	P	10/22/10	02/17/11
5000 SH SIMON PROPERTY GROUP	P	06/08/10	02/17/11
5000 SH WILLIS GROUP	P	07/26/10	02/17/11
5000 SH DENBURY RESOURCES INC	P	06/10/10	04/01/11
10000 SH NRG ENERGY INC	P	07/13/10	05/24/11
10000 SH RANGE RESOURCES CORP	P	09/23/10	05/25/11
15000 SH BANK MONTREAL	P	04/27/11	10/14/11
10000 SH AMERICAN EXPRESS CREDIT	P	06/21/11	10/14/11
20000 SH BERKSHIRE HATHAWAY INC	P	08/10/11	10/14/11
10000 SH CLOROX CO	P	09/13/11	10/14/11
15000 SH EOG RES INC	P	06/21/11	10/14/11
10000 SH GENERAL ELECTRIC	P	06/22/11	10/14/11
15000 SH METLIFE INC	P	11/04/10	10/14/11
10000 SH PITNEY BOWES INC	P	11/02/10	10/14/11
15000 SH VF CORP NOTES	P	08/26/11	10/14/11
15000 SH BANK OF AMERICA CORP	P	12/26/08	01/07/11
3000 SH DU PONT EI	P	12/09/08	01/07/11
15000 SH MARATHON OIL CORP	P	02/11/09	02/10/11
10000 SH ANADARKO PETE CORP	P	03/02/09	02/17/11
5000 SH AT&T INC	P	11/12/08	02/17/11
5000 SH CATERPILLAR FINCL SVCS	P	02/05/09	02/17/11
5000 SH CAERPILLAR INC	P	12/02/08	02/17/11
5000 SH CBS CORP	P	05/08/09	02/17/11
5000 SH CITIGROUP INC	P	08/14/08	02/17/11
5000 SH HESS CORP	P	01/29/09	02/17/11
5000 SH TIME WARNER CABLE INC	P	03/23/09	02/17/11
25000 SH UTAH ST	P	03/04/09	02/17/11
10000 SH OCCIDENTAL PETE CORP	P	10/16/08	03/31/11
10000 SH EXPRESS SCRIPTS INC	P	06/08/10	10/14/11
10000 SH FORTUNE BRANDS INC	P	10/12/10	11/04/11
5000 SH AT&T INC	P	11/12/08	11/21/11
5000 SH CATERPILLAR FINL SVCS	P	02/05/09	11/21/11
5000 SH CATERPILLAR INC	P	12/02/08	11/21/11
5000 SH CBS CORP	P	05/08/09	11/21/11
5000 SH HESS CORP	P	01/29/09	11/21/11
5000 SH PRUDENTIAL FINANCIAL INC	P	10/22/10	11/21/11
5000 SH SIMON PROPERTY GROUP	P	06/08/10	11/21/11

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Continued

Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P – Purchase D – Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
5000 SH TIME WARNER CABLE INC	P	03/23/09	11/21/11
25000 SH DALLAS CNTY TX CC	P	08/06/08	02/15/11
25000 SH CHICAGO ILL WTR REV	P	04/03/08	11/01/11
SYNGENTA AG	P	10/14/11	05/09/11

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (e) thru (h)

(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)
3,498.		3,127.	371.
1,118.		1,029.	89.
1,821.		1,781.	40.
2,194.		2,122.	72.
1,789.		1,815.	-26.
2,172.		2,285.	-113.
1,157.		1,171.	-14.
1,579.		1,698.	-119.
1,723.		1,791.	-68.
527.		533.	-6.
1,866.		1,646.	220.
2,003.		1,787.	216.
2,327.		2,342.	-15.
1,065.		1,132.	-67.
2,278.		2,213.	65.
1,033.		1,125.	-92.
1,398.		1,486.	-88.
4,789.		4,385.	404.
1,556.		1,541.	15.
729.		726.	3.
1,075.		1,132.	-57.
1,933.		1,905.	28.
1,854.		1,781.	73.
2,332.		2,308.	24.
1,636.		1,543.	93.
1,223.		1,253.	-30.
2,682.		2,666.	16.
1,904.		1,952.	-48.
8,700.		9,057.	-357.
12,475.		11,588.	887.
5,792.		5,789.	3.
6,185.		5,787.	398.
8,357.		8,953.	-596.
12,201.		12,802.	-601.
2,408.		2,285.	123.
13,110.		14,587.	-1,477.
1,498.		1,614.	-116.
7,656.		7,593.	63.
4,253.		4,762.	-509.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Continued

Columns (e) thru (h)

(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)
616.		605.	11.
1,408.		1,486.	-78.
2,315.		2,228.	87.
2,001.		1,952.	49.
2,344.		2,104.	240.
2,430.		2,813.	-383.
1,059.		1,078.	-19.
4,117.		3,854.	263.
4,117.		4,025.	92.
7,181.		6,899.	282.
378.		371.	7.
3,563.		3,499.	64.
2,724.		3,026.	-302.
4,638.		4,467.	171.
11,468.		10,853.	615.
604.		566.	38.
5,078.		5,913.	-835.
6,401.		6,595.	-194.
3,969.		3,904.	65.
5,793.		5,260.	533.
898.		907.	-9.
5,087.		5,036.	51.
3,031.		3,351.	-320.
7,071.		7,747.	-676.
6,826.		7,058.	-232.
7,650.		8,102.	-452.
7,239.		8,440.	-1,201.
6,593.		7,429.	-836.
5,962.		8,659.	-2,697.
5,665.		5,429.	236.
2,496.		2,810.	-314.
4,160.		4,385.	-225.
1,664.		1,631.	33.
4,061.		4,286.	-225.
2,187.		2,389.	-202.
402.		386.	16.
3,622.		3,287.	335.
4,223.		4,612.	-389.
2,126.		2,156.	-30.
3,189.		3,199.	-10.
1,589.		1,774.	-185.
4,994.		4,931.	63.
3,407.		3,257.	150.
1,222.		1,096.	126.
8,823.		7,379.	1,444.
1,765.		1,644.	121.
2,009.		2,231.	-222.
6,698.		7,514.	-816.
1,340.		1,732.	-392.
10,132.		9,610.	522.
1,634.		1,649.	-15.
2,943.		2,470.	473.
2,943.		2,304.	639.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Continued

Columns (e) thru (h)

(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)
2,575.		2,233.	342.
1,545.		1,282.	263.
2,029.		3,083.	-1,054.
9,131.		12,651.	-3,520.
12,812.		12,146.	666.
4,900.		4,827.	73.
14,293.		12,934.	1,359.
5,756.		5,260.	496.
6,908.		6,841.	67.
5,395.		4,787.	608.
15,288.		14,991.	297.
15,942.		15,509.	433.
2,076.		2,109.	-33.
15,355.		15,002.	353.
14,971.		14,970.	1.
5,470.		5,273.	197.
5,467.		5,112.	355.
5,437.		5,175.	262.
5,254.		5,350.	-96.
5,076.		5,097.	-21.
5,438.		5,097.	341.
5,262.		5,127.	135.
5,187.		4,868.	319.
5,300.		5,287.	13.
5,179.		5,099.	80.
5,000.		5,025.	-25.
5,225.		5,294.	-69.
5,092.		5,138.	-46.
5,397.		5,328.	69.
5,282.		5,307.	-25.
15,000.		15,150.	-150.
10,394.		10,199.	195.
10,237.		10,225.	12.
14,909.		15,027.	-118.
9,713.		10,012.	-299.
20,006.		20,000.	6.
10,406.		10,470.	-64.
15,048.		15,139.	-91.
9,817.		10,051.	-234.
14,998.		15,227.	-229.
10,292.		10,587.	-295.
15,030.		15,045.	-15.
15,007.		15,454.	-447.
3,325.		2,986.	339.
17,061.		14,938.	2,123.
11,437.		9,970.	1,467.
5,657.		4,991.	666.
5,233.		4,999.	234.
5,720.		4,999.	721.
5,863.		4,940.	923.
5,483.		5,006.	477.
5,644.		4,986.	658.
5,737.		4,977.	760.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (e) thru (h)

Continued

(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)
25,357.		25,327.	30.
11,367.		9,914.	1,453.
10,257.		10,701.	-444.
10,146.		10,195.	-49.
5,536.		4,991.	545.
5,052.		4,999.	53.
5,586.		4,999.	587.
5,678.		4,940.	738.
5,552.		4,986.	566.
5,052.		5,138.	-86.
5,225.		5,328.	-103.
5,651.		4,977.	674.
25,000.		25,000.	0.
25,000.		25,000.	0.
448.		448.	0.
Total		934,003.	6,714.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (i) thru (l)Complete only for assets showing gain in column (h) and owned
by the foundation on 12/31/69

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
			371.
			89.
			40.
			72.
			-26.
			-113.
			-14.
			-119.
			-68.
			-6.
			220.
			216.
			-15.
			-67.
			65.
			-92.
			-88.
			404.
			15.
			3.
			-57.
			28.
			73.
			24.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (i) thru (l)

Continued

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

			(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
			93.
			-30.
			16.
			-48.
			-357.
			887.
			3.
			398.
			-596.
			-601.
			123.
			-1,477.
			-116.
			63.
			-509.
			11.
			-78.
			87.
			49.
			240.
			-383.
			-19.
			263.
			92.
			282.
			7.
			64.
			-302.
			171.
			615.
			38.
			-835.
			-194.
			65.
			533.
			-9.
			51.
			-320.
			-676.
			-232.
			-452.
			-1,201.
			-836.
			-2,697.
			236.
			-314.
			-225.
			33.
			-225.
			-202.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Continued

Columns (i) thru (l)

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

			(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
			16.
			335.
			-389.
			-30.
			-10.
			-185.
			63.
			150.
			126.
			1,444.
			121.
			-222.
			-816.
			-392.
			522.
			-15.
			473.
			639.
			342.
			263.
			-1,054.
			-3,520.
			666.
			73.
			1,359.
			496.
			67.
			608.
			297.
			433.
			-33.
			353.
			1.
			197.
			355.
			262.
			-96.
			-21.
			341.
			135.
			319.
			13.
			80.
			-25.
			-69.
			-46.
			69.
			-25.
			-150.
			195.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Continued

Columns (i) thru (l)

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
			12.
			-118.
			-299.
			6.
			-64.
			-91.
			-234.
			-229.
			-295.
			-15.
			-447.
			339.
			2,123.
			1,467.
			666.
			234.
			721.
			923.
			477.
			658.
			760.
			30.
			1,453.
			-444.
			-49.
			545.
			53.
			587.
			738.
			566.
			-86.
			-103.
			674.
			0.
			0.
			0.
Total			6,714.

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

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
SAVE THE CHILDREN 54 WILTON ROAD WESTPORT CT 06880		-	HUMANITARIAN	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 500.
UMASS-LOWELL ONE UNIVERSITY AVE LOWELL MA 01854		-	EDUCATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 5,000.
UNITED WAY OF BERGEN COUNTY 6 FOREST AVE PARAMUS NJ 07652		-	HUMANITARIAN	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 1,000.
MAP INTERNATIONAL 4700 GLYNCO PARKWAY BRUNSWICK GA 31525		-	HUMANITARIAN	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 1,000.
DOCTORS WITHOUT BORDERS 333 SEVENTH AVE, 2ND FL NEW YORK NY 10001		-	MEDICAL	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 500.
ADOPT A FAMILY 1712 2ND AVE NORTH LAKEWORTH FL 33460		-	PHILANTHROPIC	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 1,000.

Total

9,000.

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

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
AT&T	22,149.	23,285.
BCE INC	20,904.	23,752.
CENTRAL FUND OF CANADA	21,058.	20,384.
EOG RESOURCES	26,585.	27,583.
GOLDCORP INC	21,070.	20,798.
GREAT PLAINS ENERGY	19,066.	20,255.
MEDTRONIC INC	28,170.	29,453.
MICROSOFT CORP	24,937.	24,143.
MONSANTO CO	24,145.	23,824.
NEXTERA ENERGY	22,386.	24,961.
NOBLE ENERGY	19,130.	21,710.
NOVARTIS ENERGY	24,850.	24,583.
JC PENNEY CO	27,228.	29,878.
PFIZER	12,453.	14,499.
PG&E CORP	22,091.	20,610.
POTASH CORP	31,759.	25,181.

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

Continued

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
SCHLUMBERGER LTD	19,096.	17,078.
SEMPRA ENERGY	22,318.	23,650.
SYNGENTA AG	19,694.	18,861.
Total	<u>429,089.</u>	<u>434,488.</u>

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

L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
AT&T INC	4,991.	5,512.
BALL CORP	10,199.	10,875.
BANK OF AMERICA	10,027.	9,028.
BARCLAYS BANK	10,048.	9,693.
CASE NEW HOLLAND	10,621.	10,625.
CATERPILLAR	9,998.	10,602.
CBS CORP NEW	4,940.	5,669.
CHESAPEAKE ENERGY	9,990.	10,700.
CITIGROUP INC	10,011.	10,410.
EQUINIX INC	10,350.	10,900.
GOLDMAN SACHS GROUP INC	9,913.	9,347.
HANESBRANDS INC	10,195.	10,875.
HESS CORP	4,986.	5,550.
HUNTSMAN INTL	9,975.	9,800.
JPMORGAN CHASE	15,005.	14,558.
JEFFERIES GROUP INC	10,254.	9,175.
KINDER MORGAN	9,736.	10,225.
LLOYDS TSB BK PLC	10,130.	9,460.
MORGAN STANLEY GROUP INC	10,575.	10,083.
OVERSEAS SHIPHOLDING GROUP INC	9,950.	6,138.
PRUDENTIAL FINANCIAL	5,138.	5,043.
SIMON PROPERTY GROUP LP	5,328.	5,221.
TIME WARNER CABLE INC	4,978.	5,598.
WILLIS GROUP NA	10,614.	10,614.
VULCAN MATERIALS	10,060.	10,325.
Total	<u>228,012.</u>	<u>226,026.</u>