



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



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

2011

Department of the Treasury
Internal Revenue Service

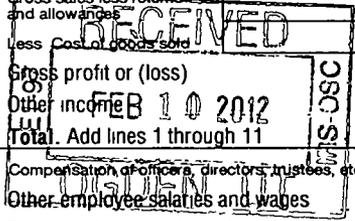
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

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

Name of foundation JUNE & STEVE WOLFSON FAMILY FOUNDATION C/O LAFAYETTE FINANCIAL SERVICES		A Employer identification number 23-2582882
Number and street (or P O box number if mail is not delivered to street address) 215 WEST CHURCH RD	Room/suite 108	B Telephone number 215-979-1906
City or town, state, and ZIP code KING OF PRUSSIA, PA 19406		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, col. (c), line 16) \$ 3,730,211.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	175,296.	175,296.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-26,973.			
b Gross sales price for all assets on line 6a 294,214.				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	148,323.	175,296.		
12 Total. Add lines 1 through 11				
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees				
c Other professional fees STMT 2	9,545.	9,545.		0.
17 Interest				
18 Taxes STMT 3	2,607.	0.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses				
24 Total operating and administrative expenses. Add lines 13 through 23	12,152.	9,545.		0.
25 Contributions, gifts, grants paid	171,750.			171,750.
26 Total expenses and disbursements. Add lines 24 and 25	183,902.	9,545.		171,750.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-35,579.			
b Net investment income (if negative, enter -0-)		165,751.		
c Adjusted net income (if negative, enter -0-)			N/A	

SCANNED FEB 15 2012



JUNE & STEVE WOLFSON FAMILY FOUNDATION

Form 990-PF (2011)

C/O LAFAYETTE FINANCIAL SERVICES

23-2582882

Page 2

Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		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	229,568.	510,367.	510,367.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds STMT 4	2,165,270.	1,860,156.	1,876,871.
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 5	1,296,422.	1,285,158.	1,342,973.	
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	3,691,260.	3,655,681.	3,730,211.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	3,760,555.	3,760,555.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	-69,295.	-104,874.		
30 Total net assets or fund balances	3,691,260.	3,655,681.		
31 Total liabilities and net assets/fund balances	3,691,260.	3,655,681.		

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	3,691,260.
2 Enter amount from Part I, line 27a	2	-35,579.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,655,681.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,655,681.

JUNE & STEVE WOLFSON FAMILY FOUNDATION

Form 990-PF (2011)

C/O LAFAYETTE FINANCIAL SERVICES

23-2582882

Page 3

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 15000 STANISLAUS CNTY 7.15%	P		08/15/11
b 100000 BANK OF AMERICA 6.125%	P		08/16/11
c MERRILL LYNCH & CO 5.3%	P		08/16/11
d 100000 BANK OF AMERICA 5.25%	P		08/16/11
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 15,000.		16,073.	-1,073.
b 84,070.		100,000.	-15,930.
c 98,629.		103,614.	-4,985.
d 96,515.		101,500.	-4,985.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-1,073.
b			-15,930.
c			-4,985.
d			-4,985.
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	-26,973.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	154,300.	3,668,090.	.042065
2009	140,000.	3,506,776.	.039923
2008	182,352.	3,606,032.	.050569
2007	142,500.	3,093,212.	.046069
2006	126,472.	2,691,541.	.046989

2 Total of line 1, column (d)	2	.225615
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	.045123
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	3,678,346.
5 Multiply line 4 by line 3	5	165,978.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,658.
7 Add lines 5 and 6	7	167,636.
8 Enter qualifying distributions from Part XII, line 4	8	171,750.

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.

JUNE & STEVE WOLFSON FAMILY FOUNDATION

Form 990-PF (2011)

C/O LAFAYETTE FINANCIAL SERVICES

23-2582882

Page 4

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	1,658.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	1,658.
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	1,658.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,600.
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	2,600.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	942.
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> 942. Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

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

Form 990-PF (2011)

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of JEROME HOGAN AT LAFAYETTE FINANCIAL Telephone no. 610-992-0149 Located at 215 W CHURCH RD, SUITE 108, KING OF PRUSSIA, PA ZIP+4 19406
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
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
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?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years
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.)
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?
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.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

JUNE & STEVE WOLFSON FAMILY FOUNDATION

Form 990-PF (2011)

C/O LAFAYETTE FINANCIAL SERVICES

23-2582882

Page 6

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

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

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

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

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

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

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

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
If "Yes" to 6b, file Form 8870.

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JUNE WOLFSON C/O LAFAYETTE FINANCIAL 215 W CHURCH ROAD, SUITE 108 KING OF PRUSSIA, PA 19406	PRESIDENT 10.00	0.	0.	0.
STEPHEN WOLFSON C/O LAFAYETTE FINANCIAL 215 W CHURCH ROAD, SUITE 108 KING OF PRUSSIA, PA 19406	V/P/TREAS/SEC 10.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

Form 990-PF (2011)

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

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

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

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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	3,734,361.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,734,361.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,734,361.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	56,015.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,678,346.
6	Minimum investment return. Enter 5% of line 5	6	183,917.

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	183,917.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,658.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,658.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	182,259.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	182,259.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	182,259.

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	171,750.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	171,750.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,658.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	170,092.

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.

JUNE & STEVE WOLFSON FAMILY FOUNDATION

Form 990-PF (2011)

C/O LAFAYETTE FINANCIAL SERVICES

23-2582882

Page 9

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				182,259.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			60,705.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ <u>171,750.</u>				
a Applied to 2010, but not more than line 2a			60,705.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				111,045.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				71,214.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

JUNE & STEVE WOLFSON FAMILY FOUNDATION

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

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

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

	Tax year		Prior 3 years		(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. 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:

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

c Any submission deadlines:

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

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Other investment income, Gain or loss from sales, and Subtotal.

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

Table with 2 columns: 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.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BNY MELLON	175,296.	0.	175,296.
TOTAL TO FM 990-PF, PART I, LN 4	175,296.	0.	175,296.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FINANCIAL MANAGEMENT FEES	8,221.	8,221.		0.
FIDUCIARY FEES	1,324.	1,324.		0.
TO FORM 990-PF, PG 1, LN 16C	9,545.	9,545.		0.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	2,607.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,607.	0.		0.

FORM 990-PF CORPORATE BONDS STATEMENT 4

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE ATTACHED	1,860,156.	1,876,871.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,860,156.	1,876,871.

FORM 990-PF OTHER INVESTMENTS STATEMENT 5

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER BONDS - SEE ATTACHED VANGUARD INDEX TR 500 PORT	COST COST	988,249. 296,909.	1,094,336. 248,637.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,285,158.	1,342,973.

**June & Steve Wolfson Family Foundation
Contribution List 2011**

Mark P. Turbville, Assistant V.P. Communications & Donor Relations Children's Hospital of Philadelphia Foundation 34 th Street & Civic Center Blvd. Philadelphia, PA 19104-4399 EIN #23 2237932	\$25,000.✓ 30,000.✓
Theater Horizon, Inc. 401 DeKalb St. Norristown, PA 19401-4904 EIN #20 3706413	6,000.✓
Interact Theatre Co. 2030 Sansam Streeet Philadelphia, PA 19103 EIN #23 2555449	1,000.✓
Azuka Theater 525 S. 4 th Street Philadelphia, PA 19106 EIN #23 3005982	1,000.✓
Lantern Theater Co. P. O. Box 53428 Philadelphia, PA 19105-3428 EIN #23 2798692	1,000.✓
Walnut Street Theater Development Office 825 Walnut Street Philadelphia, PA 19107 EIN #23 1715152	1,000.✓
Theater Exile 1340 S. 13 th Street Philadelphia, PA 19147 EIN #23 2978331	1,500.✓
Arden Theater 40 North 2 nd Street Philadelphia, PA 19106 EIN #23 2521993	2,500.✓ 10,000.✓

Philadelphia Theater Co. Attn: Lisa Ketchem 230 S. Broad St., Ste. 1105 Philadelphia, PA 19102 EIN #23 1951753	\$50,000. ✓ 2,500. ✓
Wilma Theater Director of Development 265 S. Broad St. Philadelphia, PA 19107 EIN #23 7425668	2,500. ✓
1812 Productions Inc. Kate, Managing Director 421 S. 7 th Street, Suite 218 Philadelphia, PA 19123 EIN #23 2938464	35,000. ✓
Eden Institute Foundation 1 Eden Way Princeton, NJ 08540 EIN #22 4215005	2,500. ✓
Federation Housing, Inc. (Sidewater House) Donald R. Smith, Executive VP 8900 Roosevelt Blvd. Philadelphia, PA 19155 EIN #23 2122054	250. ✓

Asset detail

Cash and cash equivalents

Description	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
343,025.45 CRA4 (BNY Mellon, N.A., Member FDIC) (Principal Holding)	\$ 343,025.45	\$ 343,025.45		\$ 171.51	0.1%	9.2%
167,341.34 CRA4 (BNY Mellon, N.A., Member FDIC) (Income Holding)	167,341.34	167,341.34		83.67	0.1	4.5
Principal Cash						
Income Cash						
Total cash and cash equivalents	\$ 510,366.79	\$ 510,366.79	\$ 0.00	\$ 255.18		13.7%

Fixed income

Taxable

Individual securities Corporate

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
75,000	Citigroup Inc DTD 8/12/2009 6.375% 8/12/2014 Moody's: A3 S&P: A-	\$ 104.9520	\$ 78,714.00	\$ 79,177.36	\$ -463.36	\$ 4,781.25	6.1%	2.1%
100,000	Goldman Sachs Group Inc DTD 1/12/2005 5.125% 1/15/2015 Moody's: A1 S&P: A-	102.2110	102,211.00	98,999.00	3,212.00	5,125.00	5.0	2.7
110,000	General Elec Cap Corp DTD 8/7/2008 5.5% 8/15/2015 Moody's: AA2 S&P: AA+	104.9440	115,438.40	116,124.25	-685.85	6,050.00	5.2	3.1
75,000	General Elec Cap Corp DTD 8/21/2008 5.5% 8/15/2015 Moody's: AA2 S&P: AA+	104.9440	78,708.00	79,159.20	-451.20	4,125.00	5.2	2.1
47,000	Morgan Stanley DTD 1/1/1996 6.75% 1/1/2016 Moody's: A2 S&P: A-	100.4210	47,197.87	51,624.14	-4,426.27	3,172.50	6.7	1.3



Fixed income

Taxable

Individual securities Corporate
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
99,000	Citigroup Inc DTD 12/8/2005 5.3% 1/7/2016 Moody's: A3 S&P: A-	103.6900	102,653.10	97,687.26	4,965.84	5,247.00	5.1	2.8
100,000	JP Morgan Chase Bank Na DTD 6/13/2006 5.875% 6/13/2016 Moody's: AA2 S&P: A	108.2430	108,243.00	109,000.00	-757.00	5,875.00	5.4	2.9
25,000	General Elec Cap Corp DTD 6/26/2008 5.375% 6/15/2016 Moody's: AA2 S&P: AA+	102.6540	25,663.50	26,616.10	-952.60	1,343.75	5.2	0.7
10,000	Goldman Sachs Group Inc DTD 6/17/2009 6% 6/15/2016 Moody's: A1 S&P: A-	102.8920	10,289.20	10,860.50	-571.30	600.00	5.8	0.3
100,000	General Electric Capital Corp DTD 7/9/2009 5.6% 7/15/2016 Moody's: AA2 S&P: AA+	103.9170	103,917.00	105,500.00	-1,583.00	5,600.00	5.4	2.8
25,000	Goldman Sachs Group Inc DTD 9/19/2006 5.75% 10/1/2016 Moody's: A1 S&P: A-	103.6860	25,921.50	27,230.93	-1,309.43	1,437.50	5.6	0.7
100,000	Wachovia Bank Na DTD 11/21/2007 6% 11/15/2017 Moody's: A1 S&P: A+	110.4220	110,422.00	106,429.00	3,993.00	6,000.00	5.4	3.0
100,000	HSBC Finance Corp DTD 2/14/2008 5.6% 2/15/2018 Moody's: A3 S&P: A	103.7980	103,798.00	100,000.00	3,798.00	5,600.00	5.4	2.8
200,000	General Elec Cap Corp DTD 5/15/2008 5.25% 5/15/2018 Moody's: AA2 S&P: AA+	103.0790	206,158.00	200,000.00	6,158.00	10,500.00	5.1	5.5
100,000	Barclays Bank PLC DTD 5/22/2009 6.75% 5/22/2019 Moody's: AA3 S&P: A+	110.8620	110,862.00	112,850.00	-1,988.00	6,750.00	6.1	3.0



Fixed income

Taxable

Individual securities Corporate

continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
50,000	General Elec Cap Corp DTD 8/7/2009 6% 8/7/2019 Moody's: AA2 S&P: AA+	114.8630	57,431.50	53,275.95	4,155.55	3,000.00	5.2	1.5
100,000	Prudential Financial Inc DTD 12/6/2007 6.05% 12/15/2022 Moody's: BAA2 S&P: A	100.0020	100,002.00	100,000.00	2.00	6,050.00	6.1	2.7
150,000	General Elec Cap Corp DTD 2/25/2010 5.75% 2/15/2023 Moody's: AA2 S&P: AA+	102.2410	153,361.50	165,622.50	-12,261.00	8,625.00	5.6	4.1
100,000	Merck & Co Inc Deb DTD 01/08/1996 6.300% 01/01/2026 Moody's: AA3 S&P: AA	131.2220	131,222.00	113,000.00	18,222.00	6,300.00	4.8	3.5
100,000	Wachovia Bank Na DTD 1/29/2007 5.85% 2/1/2037 Moody's: A1 S&P: A+	104.6570	104,657.00	107,000.00	-2,343.00	5,850.00	5.6	2.8

Individual securities Other

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
25,000	Stanislaus Cnty Calif Pension Oblig DTD 8/15/1995 7.15% 8/15/2013 Fed Taxable-Ref Moody's: BAA2 S&P: BBB	\$ 102.6510	\$ 25,662.75	\$ 26,788.27	\$ -1,125.52	\$ 1,787.50	7.0%	0.7%
50,000	Northern Ariz Univ Revs DTD 12/17/2009 4.99% 6/1/2018 Build America Bonds Moody's: A1 S&P: A+	110.0550	55,027.50	50,000.00	5,027.50	2,495.00	4.5	1.5
50,000	Florida ST Dept Environmental Protin Preservation Rev DTD 1/28/2010 5.306% 7/1/2018 Build America Bonds- Taxable-Ser B-Issuer Subsidy Moody's: A1 S&P: AA-	116.1580	58,079.00	50,000.00	8,079.00	2,653.00	4.6	1.6



Individual securities Other
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
50,000	Idaho Hsg & Fin Assn DTD 1/28/2010 5.179% 7/15/2018 Build America Bonds A-2 Moody's: AA2 S&P: N/R	113.5020	56,751.00	50,000.00	6,751.00	2,589.50	4.6	1.5
50,000	Illinois ST DTD 2/4/2010 5.463% 2/1/2020 Build America Bonds-Illinois ST Moody's: A1 S&P: A+	102.6430	51,321.50	50,000.00	1,321.50	2,731.50	5.3	1.4
50,000	Jea Fla Bulk Power Supply System Rev DTD 4/6/2010 5.2% 10/1/2022 Build America Bonds Moody's: AA2 S&P: AA-	113.9640	56,982.00	50,000.00	6,982.00	2,600.00	4.6	1.5
100,000	Will Cnty Ill High Sch Dist No 204 Joliet DTD 4/14/2010 5.58% 1/1/2024 Build America Bonds Moody's: N/R S&P: AA	112.1110	112,111.00	103,435.00	8,676.00	5,580.00	5.0	3.0
100,000	Clark Cnty Nev Sch Dist DTD 7/8/2010 5.51% 6/15/2024 Qualified Sch Constr Bd Moody's: AA2 S&P: AA	106.8880	106,888.00	99,368.79	7,519.21	5,510.00	5.2	2.9
50,000	New York ST Environmental Facs Corp ST Clean Wtr & Drinking DTD 2/11/2010 5.039% 6/15/2024 Build America Bonds Moody's: AA1 S&P: AA+	115.8700	57,935.00	50,000.00	7,935.00	2,519.50	4.4	1.6
100,000	San Francisco Calif City & Cnty DTD 3/24/2010 5.3% 6/15/2024 Build America Bonds-Taxable-D Moody's: AA2 S&P: AA	113.8150	113,815.00	101,997.00	11,818.00	5,300.00	4.7	3.1
100,000	New York ST Twy Auth Second Gen Hwy & Brdg TR FD DTD 3/17/2010 5.449% 4/1/2025 Build America Bonds Nys Twy-B Moody's: N/R S&P: AA	118.9960	118,996.00	103,000.00	15,996.00	5,449.00	4.6	3.2



Individual securities Other
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
50,000	San Francisco Calif City & Cnty DTD 3/24/2010 5.45% 6/15/2025	114.8630	57,431.50	51,035.00	6,396.50	2,725.00	4.7	1.5
100,000	Build America Bonds-Taxable-D Moody's: AA2 S&P: AA	115.5120	115,512.00	101,000.00	14,512.00	5,513.00	4.8	3.1
100,000	Kauai Cnty Hawaii DTD 3/24/2010 5.513% 8/1/2027	107.8240	107,824.00	101,625.00	6,199.00	6,104.00	5.7	2.9
	Build America Bonds-Taxable Moody's: AA2 S&P: AA							
	New Jersey ST Transn TR FD Auth DTD 10/21/2010 6.104% 12/15/2028							
	Build America Bonds-Txbl-Ser C Moody's: A1 S&P: A+							
Total taxable individual securities						\$ 155,589.00		79.7%
Total taxable fixed income						\$ 155,589.00		79.7%
Total fixed income						\$ 155,589.00		79.7%

Equities
Other equity

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
2,147.122	Vanguard Index TR 500 Portfolio (VFINX) Fund 40	\$ 115.8000	\$ 248,636.73	\$ 296,908.51	\$ -48,271.78	\$ 4,822.44	1.9%	6.7%
Total other equity						\$ 4,822.44		6.7%
Total equities						\$ 4,822.44		6.7%
Total assets						\$ 160,666.52		100.0%

