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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

OMB No 1545-0052

2011

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

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

Name of foundation THE BRUCE E. AND ROBBIE S. TOLL FOUNDATION		A Employer identification number 23-2667935
Number and street (or P O box number if mail is not delivered to street address) 250 GIBRALTAR ROAD	Room/suite	B Telephone number (see instructions) (215) 938-8222
City or town, state, and ZIP code HORSHAM, PA 19044		C If exemption application is pending, check here ☐
G Check all that apply	☐ Initial return ☐ Final return ☐ Address change	☐ Initial return of a former public charity ☐ Amended return ☐ Name change
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1 Foreign organizations check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 21,807,409.		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
J Accounting method ☒ Cash ☐ Accrual ☐ 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 ☐

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)
1 Contributions, gifts, grants, etc. received (attach schedule)	78,501.			
2 Check ☐ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	141.	141.		ATCH 1
4 Dividends and interest from securities	669,953.	669,953.		ATCH 2
5a Gross rents	-97,318.			
b Net rental income or (loss)	-97,318.			
6a Net gain or (loss) from sale of assets not on line 10	520,974.			
b Gross sales price for all assets on line 6a	5,597,968.			
7 Capital gain net income (from Part IV, line 2)		520,974.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	128,600.	128,600.		ATCH 3
12 Total Add lines 1 through 11	1,300,851.	1,319,668.		
13 Compensation of officers, directors, trustees, etc.	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	625.			625.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	7,678.	4,639.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	385,002.	385,002.		
24 Total operating and administrative expenses. Add lines 13 through 23	393,305.	389,641.		625.
25 Contributions, gifts, grants paid	1,512,755.			1,512,755.
26 Total expenses and disbursements. Add lines 24 and 25	1,906,060.	389,641.	0	1,513,380.
27 Subtract line 26 from line 12	-605,209.			
a Excess of revenue over expenses and disbursements		930,027.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

JSA ** ATCH 5

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Operating and Administrative Expenses

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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	766,108.	926,813.	926,813.
	2 Savings and temporary cash investments	496,201.	546,199.	546,199.
	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). **	2,501,020.	1,985,343.	2,176,252.
	b Investments - corporate stock (attach schedule) ATCH 8	5,681,078.	5,531,810.	4,927,829.
	c Investments - corporate bonds (attach schedule) ATCH 9	1,287,504.	1,344,178.	1,416,794.
	11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule)			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 10	12,032,822.	11,851,117.	11,709,977.
	14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule)			
15 Other assets (describe ▶ ATCH 11)	69,648.	69,648.	103,545.	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	22,834,381.	22,255,108.	21,807,409.	
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)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ X and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	22,834,381.	22,255,108.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐			
	27 Capital stock, trust principal, or current funds			
	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)	22,834,381.	22,255,108.	
31 Total liabilities and net assets/fund balances (see instructions)	22,834,381.	22,255,108.		

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	22,834,381.
2 Enter amount from Part I, line 27a	2	-605,209.
3 Other increases not included in line 2 (itemize) ▶ ATTACHMENT 12	3	25,936.
4 Add lines 1, 2, and 3	4	22,255,108.
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	22,255,108.

**ATCH 7

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
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					
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					
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	520,974.	
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	0	

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	1,420,461.	19,212,355.	0.073935
2009	1,166,984.	18,340,382.	0.063629
2008	1,322,727.	20,596,549.	0.064221
2007	984,196.	22,977,896.	0.042832
2006	903,937.	22,199,819.	0.040718
2 Total of line 1, column (d)			2 0.285335
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 0.057067
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 21,429,719.
5 Multiply line 4 by line 3			5 1,222,930.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 9,300.
7 Add lines 5 and 6			7 1,232,230.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 1,513,380.

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)		1	9,300.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
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	9,300.
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	9,300.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	5,200.	
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	5,200.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	18.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ATTACHMENT 13	9	4,196.	
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 0 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?		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)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ PA,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		X	
Website address N/A				
14	The books are in care of THE ORGANIZATION Telephone no 215-938-8222			
	Located at 250 GIBRALTAR ROAD HORSHAM, PA ZIP + 4 19044			
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			
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?	Yes	No	
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country 16		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?	☐ 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)?		
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?		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 1b		
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 2b		
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)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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 ☒ Nob 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 ☒ NoOrganizations 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 ☒ Nob 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 ☒ Nob 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 (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
ATTACHMENT 14		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
NONE		0	0	0

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

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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 **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 (see instructions)

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

	Amount
1 NONE	
2	
All other program-related investments. See instructions	
3 NONE	
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	1a	13,521,136.
b	Average of monthly cash balances	1b	1,636,905.
c	Fair market value of all other assets (see instructions)	1c	6,598,019.
d	Total (add lines 1a, b, and c)	1d	21,756,060.
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	
3	Subtract line 2 from line 1d	3	21,756,060.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	326,341.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	21,429,719.
6	Minimum investment return. Enter 5% of line 5	6	1,071,486.

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	1,071,486.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	9,300.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	9,300.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,062,186.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,062,186.
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	1,062,186.

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	1,513,380.
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	
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	1,513,380.
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	9,300.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,504,080.

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				1,062,186.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20 09, 20 08, 20 07				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				253,826.
d From 2009				267,203.
e From 2010				470,091.
f Total of lines 3a through e	991,120.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 1,513,380.				
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				1,062,186.
e Remaining amount distributed out of corpus	451,194.			
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	1,442,314.			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
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				
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)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1,442,314.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				253,826.
c Excess from 2009				267,203.
d Excess from 2010				470,091.
e Excess from 2011				451,194.

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

NOT APPLICABLE

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)

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

Tax year	Prior 3 years				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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))

BRUCE E. TOLL

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

ATTACHMENT 15

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

N/A

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 ATTACHMENT 16				
Total			3a	1,512,755.
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) 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			14	141.	
4 Dividends and interest from securities			14	669,953.	
5 Net rental income or (loss) from real estate					
a Debt-financed property			16	-97,318.	
b Not debt-financed property					
6 Net rental income or (loss) from personal property .					
7 Other investment income			18	128,600.	
8 Gain or (loss) from sales of assets other than inventory			18	520,974.	
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)				1,222,350.	
13 Total. Add line 12, columns (b), (d), and (e)			13		1,222,350.

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

[illegible]

Schedule of Contributors

OMB No 1545-0047

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

2011

Name of the organization

THE BRUCE E. AND ROBBIE S. TOLL
FOUNDATION

Employer identification number

23-2667935

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 BRUCE E. AND ROBBIE S. TOLL
FOUNDATIONEmployer identification number
23-2667935**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	BRUCE E. & ROBBIE S. TOLL 754 S. COUNTY ROAD PALM BEACH, FL 33480	\$ 78,501.	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)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Employer identification number	23-2667935
--------------------------------	------------

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u> 1 </u>	BASKET OF SECURITIES 	\$ <u> 78,501.</u>	<u> 03/10/2011 </u>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
 	 	\$ 	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
 	 	\$ 	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
 	 	\$ 	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
 	 	\$ 	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
 	 	\$ 	

Name of organization THE BRUCE E. AND ROBBIE S. TOLL
FOUNDATION

Employer identification number
23-2667935

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once See instructions.) ► \$ _____

Use duplicate copies of Part III if additional space is needed

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

FORM 990-PF - 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 SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					12,543.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					107,204.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					27,126.	
6,182.		CREDIT SUISSE PROPERTY TYPE: SECURITIES 3,074.				P	3,108.	
548,668.		WELLS FARGO ACCT 5528 SHORT TERM - SEE A PROPERTY TYPE: SECURITIES 551,553.				P	-2,885.	
223,585.		WELLS FARGO ACCT 5528 LONG TERM - SEE AT PROPERTY TYPE: SECURITIES 164,149.				P	59,436.	
80,141.		WELLS FARGO ACCT 9647 LONG TERM - SEE AT PROPERTY TYPE: SECURITIES 147,865.				P	-67,724.	
295,605.		MERRILL LYNCH ACCT 04013 SHORT TERM - SE PROPERTY TYPE: SECURITIES 295,605.				P		
194,959.		MERRILL LYNCH ACCT 04013 LONG TERM - SEE PROPERTY TYPE: SECURITIES 180,383.				P	14,576.	
157,726.		MERRILL LYNCH ACCT 04013 SHORT TERM - SE PROPERTY TYPE: SECURITIES 158,485.				P	-759.	
641,260.		MERRILL LYNCH ACCT 04013 LONG TERM - SEE PROPERTY TYPE: SECURITIES 602,624.				P	38,636.	
723,287.		MERRILL LYNCH ACCT 04G26 SHORT TERM - SE PROPERTY TYPE: SECURITIES 699,512.				P	23,775.	
		MERRILL LYNCH ACCT 04G26 LONG TERM - SEE				P		

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)	
2,579,682.		PROPERTY TYPE: SECURITIES 2,273,744.					305,938.	
TOTAL GAIN (LOSS)							<u>520,974.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
WELLS FARGO 9647 & 5528 COMBINED	112.	112.
US TRUST BOA PRIVATE WEALTH MANAGEMENT	11.	11.
BANK OF AMERICA	12.	12.
JP MORGAN	6.	6.
TOTAL	<u>141.</u>	<u>141.</u>

ATTACHMENT 2

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST INCOME FROM FLOW-THROUGH ENT	144,644.	144,644.
DIVIDEND INCOME FROM FLOW-THROUGH ENT	141,663.	141,663.
UBS	6.	6.
WELLS FARGO 9647	41,874.	41,874.
WELLS FARGO 5528	2,414.	2,414.
JP MORGAN COMBINED	270.	270.
MERRILL LYNCH 02180	48,173.	48,173.
MERRILL LYNCH 04G26	152,213.	152,213.
MERRILL LYNCH 04013-OID ON TREASURY OBL	1,958.	1,958.
MERRILL LYNCH 04013 DIVIDENDS	43.	43.
MERRILL LYNCH 04013 - INTEREST	140,407.	140,407.
MERRILL LYNCH 4013-ACCURED PURCHASED INT	-3,712.	-3,712.
TOTAL	669,953.	669,953.

1153059.A

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME

RENTAL INCOME FROM FLOW-THROUGH ENTITIES

-97,318.
-97,318.

RENT AND ROYALTY SUMMARY

<u>PROPERTY</u>	<u>TOTAL INCOME</u>	<u>DEPLETION/ DEPRECIATION</u>	<u>OTHER EXPENSES</u>	<u>ALLOWABLE NET INCOME</u>
RENTAL INCOME FROM F	-97,318.			-97,318.
TOTALS	<u>-97,318.</u>			<u>-97,318.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ORDINARY INCOME FROM FLOW-THROUGH ENT	203,028.	203,028.
ROYALTY INCOME FROM FLOW-THROUGH ENT	6,155.	6,155.
OTHER INCOME FROM FLOW-THROUGH ENTITY	70,738.	70,738.
CLASS ACTION SETTLEMENT PROCEEDS	2,309.	2,309.
SECT 1231 LOSS FROM FLOW-THROUGH ENTITY	-153,630.	-153,630.
TOTALS	128,600.	128,600.

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP FEES	625.			625.
TOTALS	<u>625.</u>			<u>625.</u>

ATTACHMENT 5FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
FOREIGN TAXES - BROKERAGE ACCO	4,110.	4,110.	
FOREIGN TAXES FROM FLOW-THROUGH	529.	529.	
2011 4TH QUARTER ESTIMATED PAY	3,039.		
TOTALS	<u>7,678.</u>	<u>4,639.</u>	

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DEDUCTIONS FROM FLOW-THROUGH	290,062.	290,062.
BANK SERVICE FEES AND SUPPLIES	297.	297.
BROKERAGE AND MANAGEMENT FEES	94,643.	94,643.
TOTALS	<u>385,002.</u>	<u>385,002.</u>

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

<u>ATTACHMENT 7</u>	
<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u> <u>ENDING FMV</u>
MERRILL LYNCH ACCT. #849-04013	1,985,343. 2,176,252.
US OBLIGATIONS TOTAL	<u>1,985,343.</u> <u>2,176,252.</u>

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MERRILL LYNCH ACCT. #04G26	1,912,577.	2,148,155.
MERRILL LYNCH ACCT. #849-02180	2,527,754.	2,369,074.
WELLS FARGO SEC ACCT. #9647	1,091,479.	410,600.
WELLS FARGO SEC ACCT. #5528		
TOTALS	<u>5,531,810.</u>	<u>4,927,829.</u>

FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 9

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MERRILL LYNCH ACCT. #849-04013	835,040.	856,174.
MERRILL LYNCH ACCT. #02180	509,138.	560,620.
TOTALS	<u>1,344,178.</u>	<u>1,416,794.</u>

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 10

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BLACKSTONE	1,491,298.	1,504,717.
BROOK VENTURE FUND II	510,623.	510,623.
BROOK VENTURE FUND, L.P.	53,685.	53,685.
FIFTH STREET MEZZANINE PARTNER	532,226.	477,982.
FSC CO.	41,082.	41,082.
JP MORGAN US REAL ESTATE INCOM	1,593,631.	1,397,998.
KA ENERGY FUND II		
SILVERPEAK LEGACY FUND LP FKA	34,862.	49,592.
SILVERPEAK LEGACY PENSION PART	801,832.	474,977.
SILVERPEAK LEGACY FUND II LP F	156,945.	185,918.
MERRILL LYNCH ACCT#04G26-FUNDS	4,297,824.	4,133,245.
RC GLOBAL ENERGY AND POWER	1,190,500.	1,686,014.
RIVER OAK REALTY FUND IV, LLC	415,373.	421,573.
UBS CARLYLE FUND II LLC	630,236.	671,571.
US I&G CAYMAN REIT INC.	1,000.	1,000.
US I&G DOMESTIC REIT INC.	100,000.	100,000.
BROOK CO-INVESTMENT II LIMITED		
TOTALS	<u>11,851,117.</u>	<u>11,709,977.</u>

FORM 990PF, PART II - OTHER ASSETSATTACHMENT 11

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
LEHMAN BROTHERS REAL ESTATE II	69,648.	69,648.
MERRILL LYNCH ACCT. #849-02180		10,026.
MERRILL LYNCH ACCT. #849-04013		23,871.
TOTALS	<u>69,648.</u>	<u>103,545.</u>

ATTACHMENT 12FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
INCOME ON BOOKS	4,078.
UNREALIZED GAINS AND (LOSSES)	21,858.
TOTAL	<u>25,936.</u>

ATTACHMENT 13FORM 990PF - COMPUTATION OF PENALTIES AND INTEREST

END OF FISCAL/CALENDAR YEAR	12/31/2011
DATE RETURN IS DUE IF ON EXTENSION	11/15/2012
DATE RETURN WILL BE RECEIVED BY THE IRS	11/15/2012
NUMBER OF DAYS RETURN IS LATE	
NUMBER OF MONTHS RETURN IS LATE	
LATE FILING PENALTY	
LATE PAYMENT PENALTY	
INTEREST	78.
TOTAL PENALTIES AND INTEREST	78.

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

ATTACHMENT 14

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
BRUCE E. TOLL 754 S. COUNTY ROAD PALM BEACH, FL 33480	PRESIDENT 1.00	0	0	0
GRAND TOTALS		0	0	0

ATTACHMENT 15

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

N/A

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
ABINGTON MEMORIAL HOSPITAL	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	100,000.
ABINGTON PAL	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,000.
AMERICAN FRIENDS OF HEBREW UNIVERSITY	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	15,000.
AMERICAN FRIENDS OF ISRAEL MUSEUM	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	25,500.
AMERICAN FRIENDS OF THE ISRAEL PHILHARMONIC	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	10,000.
YOUNG MEN AND YOUNG WOMENS HEBREW ASSOCIATION	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	500.

FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AFMDA	N/A OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	2,500.
AMERICAN JEWISH COMMUNITY	N/A OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	900.
BETH SHOLOM CONGREGATION	N/A OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	2,450.
BREAST CANCER RESEARCH FOUNDATION	N/A OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,100.
BRIGHAM & WOMEN HOSPITAL	N/A OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	2,000.
CENTRAL PARK CONSERVANCY	N/A OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	700.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
CONGREGATION RODEPH SHALOM	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,000.
ETHICAL CULTURE FIELDSTON SCHOOL	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,000.
FRIENDS OF THE ISRAEL DEFENCE FORCES	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	3,000.
FRIENDS OF MORSE LIFE	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	7,000.
FRIENDS OF RITTENHOUSE SQUARE	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	500.
HISTORICAL SOCIETY OF PALM BEACH COUNTY	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	250.

FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
HOW DESIGN	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	100.
IHM CENTER FOR LITERACY	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	2,610.
INSTITUTE OF CONTEMPORARY ART	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	15,000.
JEWISH FEDERATION OF PALM BEACH COUNTY	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	100,000.
JUVENILE DIABETES RESEARCH FOUNDATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,000.
LINCOLN CENTER FOR THE PERFORMING ARTS	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	421,050.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
MACULA VISION RESEARCH FOUNDATION	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,000.
MAKE-A-WISH FOUNDATION	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	500
MUSEUM OF MODERN ART	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,500.
NANTUCKET BOYS & GIRLS CLUB	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	7,500.
NATIONAL LIBERTY MUSEUM	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	25,000.
NATIONAL MUSEUM OF AMERICAN JEWISH HISTORY	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	138,700.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PHILADELPHIA MUSEUM OF ART	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	135,000.
OPERATION UNDERSTANDING	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	100.
PALM BEACH COUNTRY CLUB FOUNDATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,000.
PHILLIES CHARITIES INC	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	250.
PLANNED PARENTHOOD	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	3,000.
PROSTATE CANCER FOUNDATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	13,500.

FORM 990PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
RAYMOND F. KRAVIS CENTER FOR THE PERFORMING ARTS	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	10,000.
RIVERDALE COUNTY SCHOOL	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	4,000.
SOLOMON R. GUGGENHEIM FOUNDATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	125.
STEPHEN WISE FREE SYNAGOGUE	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,800.
ST. LUKE'S MINERS MEMORIAL HOSPITAL	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	6,000.
ST. MARY MEDICAL CENTER FOUNDATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	N/A	OTHER PUBLIC CHARITY		
TEMPLE UNIVERSITY	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	500.
THE BARNES FOUNDATION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	200,000.
THE FRICK COLLECTION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,000.
THE JEWISH MUSEUM	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,000.
THE SOCIETY OF THE FOUR ARTS	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	1,200.
THE WHEELER SCHOOL	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	100.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
UNITED WAY OF PALM BEACH	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	10,000.
UNIVERSITY OF MIAMI	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	200,000.
UNIVERSITY OF SOUTHER CALIFORNIA SHOAH FOUNDATION	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	25,000.
WEILL CORNELL CANCER CENTER	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	500.
WHITNEY MUSEUM OF AMERICAN ART	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	120.
WOMEN'S BOARD OF PAFA	N/A OTHER PUBLIC CHARITY		TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	200.

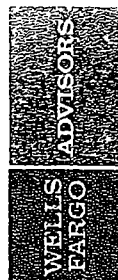
FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TRUSTEE OF THE UNIVERSITY OF PENNSYLVANIA	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	2,500.
UNCLEARED CHECK FROM PRIOR YEAR CONTRIBUTION	N/A	OTHER PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSE OF THE RECIPIENT	-2,500.
TOTAL CONTRIBUTIONS PAID				<u>1,512,755.</u>

2011 SUMMARY AMENDMENT

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Your Financial Advisor :
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THE BRUCE E & ROBBIE S TOLL
FOUNDATION
250 GIBBALTAR ROAD
HORSHAM PA 19044-2323

Amended Date: 2/17/12

Account Number: 7289-5528

Year-End Account Summary

This information is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes.
Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

The Internal Revenue Service has made changes to Form 1099-B ("Proceeds From Broker and Barter Exchange Transactions") reporting requirements. To ensure consistency between our treatment of reportable and non-reportable accounts, significant modifications to our statements have been made starting with Tax Year 2011. We are providing cost basis information as supplemental information when it is available, to assist you with completing your tax return, however, THIS INFORMATION IS NOT PROVIDED TO THE INTERNAL REVENUE SERVICE. Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

SHORT TERM GAINS OR LOSSES (Box 8)

Proceeds from Broker and Barter Exchange Transactions for 2011

Description (Box 9)	Non-Covered (Box 6)	Share Quantity	Sale Price	Date of Acquisition or Exchange		Proceeds (Box 2)*	Cost or Other Basis		Gain or Loss Amount	Transaction Description
				(Box 1b)	(Box 1a)		(Box 3)	(Box 3)		
ALLIED NEVADA GOLD CORP CUSIP 019344100		86.0000	34.47650	05/02/11	05/10/11	2,964.92	3,670.05		-705.13	SALE
BASIC ENERGY SERVICES INC										
CUSIP 06985P100		120.0000	25.64180	05/02/11	05/16/11	3,076.96	3,726.34		-649.38	SALE
BIOSCRIP INC										
CUSIP 09069N108		525.0000	7.10680	05/10/11	06/14/11	3,731.00	3,763.46		-32.46	SALE
CABOT OIL & GAS CUSIP 127097103										
CBS CORP CL B		59.0000	71.67240	06/14/11	09/19/11	4,228.59	3,379.46		849.13	SALE
CUSIP 124857202		139.0000	23.81200	03/29/11	09/19/11	3,309.81	3,512.74		-202.93	SALE
CHART INDUSTRIES INC										
CUSIP 16115Q308		66.0000	45.72830	VARIOUS	04/18/11	3,018.01	3,559.90		-541.89	SALE
CIGNA CORPORATION										
CUSIP 125509109		68.0000	45.97810	07/05/11	09/19/11	3,126.45	3,524.65		-398.20	SALE
COFFEE HOLDING INC										
CUSIP 192176105		231.0000	16.39180	06/22/11	09/19/11	3,786.44	3,540.14		246.30	SALE
EQT CORP										
CUSIP 26884L109		65.0000	61.90610	06/14/11	09/19/11	4,023.82	3,332.57		691.25	SALE
GRACE W R & CO										
DEL NEW										
CUSIP 38388F108		81.0000	43.16740	05/02/11	06/14/11	3,496.49	3,664.14		-167.65	SALE

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2011 SUMMARY AMENDMENT

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Proceeds from Broker and Barter Exchange Transactions for 2011

Description (Box 9)	Non-Covered (Box 6)	Share Quantity	Sale Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Proceeds (Box 2)*	Continued Cost or Other Basis (Box 3)		SUPPLEMENTAL INFORMATION	
									Gain or Loss Amount	Transaction Description
HERBALIFE LTD CUSIP G4412G101		61.0000	57.27940	06/14/11	09/19/11	3,493.97		3,344.46	149.51	SALE
IPATH DOW JONES UBS ETN GRAINS TOTAL RETURN SUB-INDEX CUSIP 06739H305		37.0000 122.0000	56.54000 51.76550	02/10/11 02/10/11	02/11/11 03/22/11	2,091.94 6,315.27		2,102.93 6,933.96	-10.99 -618.69	SALE SALE
IPATH DOW JONES-UBS ETN SOFTS TOTAL RETURN SUB-INDEXSM CUSIP 06739H230		35.0000 116.0000	87.80000 88.32360	02/10/11 02/10/11	02/11/11 04/05/11	3,072.94 10,245.34		3,144.28 10,421.03	-71.34 -175.69	SALE SALE
IPATH GOLDMAN SACHS CRUDE OIL TOTAL RTRN INDEX ETN CUSIP 06738C786		392.0000	27.69840	03/16/11	03/29/11	10,857.56		10,290.16	567.40	SALE
ISHARES MSCI ET THAILAND INDEX FUND CUSIP 464286624		278.0000	61.24200	VARIOUS	09/19/11	17,024.95		18,486.82	-1,461.87	SALE
ISHARES MSCI MEXICO INVESTABLE MARKET INDEX FUND CUSIP 464286822		50.0000 51.0000 116.0000	61.14060 59.63360 60.67920	02/01/11 02/01/11 02/01/11	02/11/11 02/24/11 05/05/11	3,056.97 3,041.25 7,038.65		3,080.38 3,141.98 7,146.45	-23.41 -100.73 -107.80	SALE SALE SALE
ISHARES S&P MIDCAP 400 VALUE INDEX FUND CUSIP 464287705		125.0000	71.48570	04/14/11	09/19/11	8,935.54		10,576.24	-1,640.70	SALE



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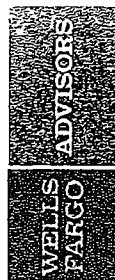
2011 SUMMARY AMENDMENT

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Amended Date: 2/17/12

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Account Number: 7289-5528

Year-End Account Summary

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Proceeds from Broker and Barter Exchange Transactions for 2011

Description (Box 9)	Non-Covered (Box 6)	Share Quantity	Sale Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Proceeds (Box 2)*	Cost or Other Basis (Box 3)	SUPPLEMENTAL INFORMATION	
								Gain or Loss Amount	Transaction Description
ISHARES S&P MIDCAP 400 GROWTH INDEX FUND CUSIP 464287606		30.0000 100.0000	107.57060 98.22800	01/25/11 01/25/11	02/11/11 09/19/11	3,227.06 9,822.61	3,025.66 10,085.50	201.40 -262.89	SALE SALE
ISHARES S&P SMALLCAP 600 GROWTH INDEX FUND CUSIP 464287887		42.0000 142.0000	76.03060 69.44200	01/25/11 01/25/11	02/11/11 09/19/11	3,193.23 9,860.57	3,009.44 10,174.75	183.79 -314.18	SALE SALE
ISHARES TR MSCI TAIWAN WEBS INDEX CUSIP 464286731		841.0000	15.21000	02/01/11	02/10/11	12,791.36	13,363.49	-572.13	SALE
ISTA PHARMACEUTICALS INC CUSIP 45031X204		326.0000	9.09950	05/10/11	05/23/11	2,966.38	3,620.95	-654.57	SALE
JAZZ PHARMACEUTICALS CUSIP 472147107		111.0000	30.25010	04/05/11	05/10/11	3,357.70	3,635.93	-278.23	SALE
MAGMA DESIGN AUTOMATION CUSIP 559181102		430.0000	4.29390	06/14/11	08/29/11	1,846.34	3,406.03	-1,559.69	SALE
MARKET VECTORS AGRI-BUSINESS CUSIP 57060U605		37.0000 122.0000	57.37000 54.78060	02/10/11 02/10/11	02/11/11 04/14/11	2,122.65 6,683.10	2,102.46 6,932.40	20.19 -249.30	SALE SALE
MARKET VECTORS RUSSIA ETF CUSIP 57060U506		77.0000 82.0000 177.0000	39.15000 39.11800 38.29570	02/01/11 02/01/11 02/01/11	02/11/11 02/24/11 05/11/11	3,014.49 3,207.62 6,778.21	3,076.00 3,275.74 7,070.79	-61.51 -68.12 -292.58	SALE SALE SALE

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Amended Date: 2/17/12

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Proceeds from Broker and Barter Exchange Transactions for 2011

Description (Box 9)	Non-Covered (Box 6)	Share Quantity	Sale Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Proceeds (Box 2)*	Cost or Other Basis (Box 3)	SUPPLEMENTAL INFORMATION	
								Gain or Loss Amount	Transaction Description
NATIONAL OILWELL VARCO INC CUSIP 637071101		42.0000	79.57490	03/29/11	04/11/11	3,342.09	3,467.06	-124.97	SALE
NEW GLOBAL CROSSING CUSIP G3921A175		96.0000	24.32590	06/14/11	09/19/11	2,335.25	3,391.50	-1,056.25	SALE
NEW YORK & CO CUSIP 649295102		515.0000	5.91450	VARIOUS	05/02/11	3,045.91	3,704.58	-658.67	SALE
ONCOTHYREON INC CUSIP 682324108		464.0000	8.17600	06/14/11	06/22/11	3,793.59	3,429.52	364.07	SALE
PHILIP MORRIS INTERNATIONAL INC CUSIP 718172109		49.0000	68.00900	05/23/11	06/14/11	3,332.38	3,406.34	-73.96	SALE
POLYPORE INTERNATIONAL INC CUSIP 73179V103		52.0000	58.52650	05/10/11	06/14/11	3,043.32	3,623.60	-580.28	SALE
POWERSHARES DYNAMIC OIL & GAS SERVICES PORTFOLIO CUSIP 73935X625		131.0000	23.57960	02/01/11	02/11/11	3,088.87	3,066.43	22.44	SALE
REGENERON PHARMACEUTICAL INC CUSIP 75886F107		850.0000	20.08570	VARIOUS	09/19/11	17,072.52	20,394.06	-3,321.54	SALE
SANDRIDGE ENERGY INC CUSIP 80007P307		65.0000	53.75850	05/16/11	06/14/11	3,494.23	3,465.08	29.15	SALE
SCICLONE PHARMACEUTICALS INC CUSIP 80862K104		279.0000	11.07420	04/11/11	05/10/11	3,089.64	3,592.49	-502.85	SALE
		606.0000	4.99970	05/23/11	06/14/11	3,029.76	3,503.41	-473.65	SALE

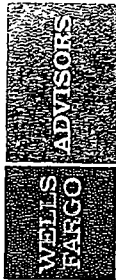


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2011 SUMMARY AMENDMENT



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Amended Date: 2/17/12

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Proceeds from Broker and Barter Exchange Transactions for 2011					Continued			SUPPLEMENTAL INFORMATION	
Description (Box 9)	Non-Covered (Box 6)	Share Quantity	Sale Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Proceeds (Box 2)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
SELECT COMFORT CORP CUSIP 81616X103		208.0000	14.77560	05/10/11	06/14/11	3,073.26	3,640.85	-567.59	SALE
SHORETEL INC CUSIP 825211105		311.0000	10.76820	05/10/11	05/23/11	3,348.85	3,661.43	-312.58	SALE
SHUTTERFLY INC CUSIP 82568P304		67.0000	58.56570	04/18/11	05/10/11	3,923.82	3,485.11	438.71	SALE
SILICON GRAPHICS INTERNATIONAL CUSIP 82706L108		158.0000	16.45590	05/10/11	05/23/11	2,599.98	3,586.09	-986.11	SALE
SPDR DOW JONES INDL ET AVERAGE ETF TR CUSIP 78467X109		96.0000	112.61000	08/05/11	09/19/11	10,810.35	11,065.78	-255.43	SALE
SPDR S&P BANK ET CUSIP 78464A797		114.0000	27.62460	02/10/11	02/11/11	3,149.14	3,089.11	60.03	SALE
		386.0000	25.66000	02/10/11	03/29/11	9,904.57	10,459.59	-555.02	SALE
SPDR S&P BIOTECH ET CUSIP 78464A870		122.0000	63.15900	05/05/11	09/19/11	7,705.25	8,734.21	-1,028.96	SALE
SPDR S&P EMERGING ET EUROPE CUSIP 78463X608		129.0000	39.95300	05/05/11	09/19/11	5,153.84	6,959.72	-1,805.88	SALE
SPDR S&P SEMICONDUCTR ET CUSIP 78464A862		100.0000	62.24300	02/01/11	02/11/11	6,224.18	6,008.00	216.18	SALE
		154.0000	56.14000	VARIOUS	03/22/11	8,645.39	9,301.86	-656.47	SALE
		186.0000	47.73500	02/10/11	09/19/11	8,878.54	11,462.89	-2,584.35	SALE
SPECTRUM PHARMACEUTICALS INC CUSIP 84763A108		413.0000	7.63070	VARIOUS	05/10/11	3,151.42	3,599.67	-448.25	SALE

2011 SUMMARY AMENDMENT

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Amended Date: 2/17/12

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Proceeds from Broker and Barter Exchange Transactions for 2011

Description (Box 9)	Non-Covered (Box 6)	Share Quantity	Sale Price	Date of Acquisition or Exchange		Proceeds (Box 2)	Continued Basis (Box 3)	SUPPLEMENTAL INFORMATION	
				(Box 1b)	(Box 1a)			Gain or Loss Amount	Transaction Description
TEL VENT GIT SA CUSIP E90215109		82.0000	43.23780	06/14/11	09/19/11	3,545.43	3,265.26	280.17	SALE
TIMBERLAND CO CL A CUSIP 887100105		90.0000	32.16750	VARIOUS	05/10/11	2,895.02	3,560.84	-665.82	SALE
ULTA SALON COSMETICS & FRAGRANCE INC CUSIP 90384S303		57.0000	71.86570	06/14/11	09/19/11	4,096.26	3,355.47	740.79	SALE
UNITEDHEALTH GROUP INC		70.0000	49.45730	05/10/11	06/14/11	3,461.94	3,556.99	-95.05	SALE
CUSIP 91324P102		36.0000	94.40380	05/23/11	06/14/11	3,398.47	3,371.21	27.26	SALE
VMWARE INC CLASS A CUSIP 928563402		191.0000	16.80730	04/05/11	05/02/11	3,210.13	3,641.53	-431.40	SALE
WESTERN REFINING INC CUSIP 959319104		268.0000	12.52620	06/14/11	09/19/11	3,356.96	3,418.74	-61.78	SALE
ZAGG INC CUSIP 98884U108		79.0000	40.43480	VARIOUS	05/02/11	3,194.29	3,597.75	-403.46	SALE
3D SYS CORP DEL COM NEW CUSIP 86554D205		159.0000	24.47830	04/11/11	05/10/11	3,891.98	3,643.18	248.80	SALE
ATLAS ENERGY LP COM UNITS REPSTG LTD CUSIP 04930A104	X	62.0000	102.04000	06/28/11	09/19/11	6,326.36	6,537.52	-211.16	SALE
CURRENCYSHARES AUSTALIAN DOLLAR TRUST CUSIP 23129U101	X	65.0000	154.13370	05/05/11	06/28/11	10,018.50	10,536.55	-518.05	SALE
CURRENCYSHARES SWEDISH KRONA TRUST CUSIP 23129R108	X								



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2011 SUMMARY AMENDMENT

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							Cost or Other Basis (Box 3)	Gain or Loss Amount	
FIRST TRUST DOW JONES INTERNET INDEX FUND CUSIP 33733E302	X	130.0000	34.37300	06/16/10	03/16/11	4,468.41	3,434.60	1,033.81	SALE
GLOBAL S FTSE ET COLOMBIA 20 CUSIP 37950E200	X	271.0000	42.30690	VARIOUS	01/19/11	11,464.95	11,962.78	-497.83	SALE
ISHARES SILVER TRUST CUSIP 46428Q109	X	303.0000	38.28220	03/16/11	08/05/11	11,599.29	10,209.89	1,389.40	SALE
INDEX SHS INC MSCI S KOREA WEBS INDEX FUND WEBS INDEX SERIES CUSIP 464286772	X	56.0000	59.42000	04/08/10	02/11/11	3,327.46	2,914.80	412.66	SALE
	X	67.0000	57.39920	04/08/10	02/24/11	3,845.68	3,487.35	358.33	SALE
ISHARES GOLD TRUST CUSIP 464285105	X	1,800.0000	13.40010	06/08/10	01/19/11	24,119.72	21,960.00	2,159.72	SALE
ISHARES MSCI ET THAILAND INDEX FUND CUSIP 464286624	X	402.0000	58.38220	VARIOUS	02/09/11	23,469.19	19,251.07	4,218.12	SALE
ISHARES MSCI SINGAPORE INDEX FUND CUSIP 464286673	X	936.0000	13.36790	07/23/10	02/10/11	12,512.11	11,342.54	1,169.57	SALE
ISHARES MSCI SWEDEN INDEX FD CUSIP 464286756	X	165.0000	31.70630	07/15/10	02/11/11	5,231.44	4,278.44	953.00	SALE
ISHARES MSCI TURKEY ET INDEX FUND CUSIP 464286715	X	202.0000	65.56540	06/16/10	01/19/11	13,243.96	11,472.73	1,771.23	SALE

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2011 SUMMARY AMENDMENT

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Amended Date: 2/17/12

Your Financial Advisor :
WALTER MERANZE
1010 STONY HILL ROAD
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YARDLEY PA 19067
(215) 497-3300

THE BRUCE E & ROBBIS TOLL
FOUNDATION
250 GIBRALTAR ROAD
HORSHAM PA 19044-2323

Account Number: 7289-5528

Year-End Account Summary

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Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

Proceeds from Broker and Barter Exchange Transactions for 2011

Description (Box 9)	Non-Covered (Box 6)	Share Quantity	Sale Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Proceeds (Box 2)*	Continued		Transaction Description
							Cost or Other Basis (Box 3)	Gain or Loss Amount	
MARKET VECTORS INDONESIA INDEX ETF CUSIP 57060U753	X	268.0000	80.13870	06/16/10	01/19/11	21,476.77	19,086.18	2,390.59	SALE
MARKET VECTORS STEEL INDEX FUND CUSIP 57060U308	X	71.0000	74.43000	07/09/10	02/11/11	5,284.43	4,066.34	1,218.09	SALE
	X	115.0000	69.70980	07/09/10	05/05/11	8,016.48	6,586.33	1,430.15	SALE
MARKET VECTORS TR ET VIETNAM CUSIP 57060U761	X	130.0000	27.66570	12/08/10	01/19/11	3,596.47	3,735.41	-138.94	SALE
	X	225.0000	26.86100	12/08/10	01/20/11	6,043.61	6,465.13	-421.52	SALE
	X	104.0000	27.34270	12/08/10	01/21/11	2,843.59	2,988.32	-144.73	SALE
POWERSHARES DYNAMIC ENERGY SECTOR PORTFOLIO CUSIP 73935X385	X	139.0000	40.15950	10/13/10	02/11/11	5,582.06	4,486.85	1,095.21	SALE
	X	471.0000	36.49460	VARIOUS	09/19/11	17,188.63	15,978.24	1,210.39	SALE
POWERSHARES DYNAMIC MKT LEISURE AND ENTERTAINMENT PORT CUSIP 73935X757	X	297.0000	19.27630	04/08/10	02/11/11	5,724.95	4,814.32	910.63	SALE
	X	452.0000	18.11720	04/08/10	03/16/11	8,188.81	7,326.83	861.98	SALE
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES						331,202.84	354,987.45	-23,784.61	
TOTAL SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES						217,464.85	196,565.40	20,899.45	

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2011 SUMMARY AMENDMENT



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Amended Date: 2/17/12

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Year-End Account Summary

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LONG TERM GAINS OR LOSSES (Box 8)

Proceeds from Broker and Barter Exchange Transactions for 2011

Description (Box 9)	Non-Covered (Box 6)	Share Quantity	Sale Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Proceeds (Box 2)*	Cost or Other Basis (Box 3)	SUPPLEMENTAL INFORMATION	
								Gain or Loss Amount	Transaction Description
FIRST TRUST DOW JONES INTERNET INDEX FUND CUSIP 33733E302	X	165.0000	36.53950	03/13/09	02/11/11	6,028.90	2,346.47	3,682.43	SALE
	X	134.0000	34.37300	03/13/09	03/16/11	4,605.89	1,905.60	2,700.29	SALE
	X	297.0000	32.09800	06/16/10	09/19/11	9,532.93	7,846.74	1,686.19	SALE
INDEX SHS INC MSCI S KOREA WEBS INDEX FUND WEBS INDEX SERIES CUSIP 464286772	X	121.0000	51.09450	04/08/10	09/19/11	6,182.31	6,290.46	-108.15	SALE
ISHARES COHEN&STEERS ET REALTY MAJORS INDEX FD CUSIP 464287564	X	72.0000	69.88060	09/03/09	02/11/11	5,031.30	3,070.97	1,960.33	SALE
	X	243.0000	67.63350	VARIOUS	09/19/11	16,434.62	13,182.82	3,251.80	SALE
ISHARES MSCI SWEDEN INDEX FD CUSIP 464286756	X	559.0000	23.62320	VARIOUS	09/19/11	13,205.15	14,561.11	-1,355.96	SALE
ISHARES S&P NORTH AMERICAN TECHNOLOGY- SOFTWARE INDEX FUND ETF CUSIP 464287515	X	38.0000	61.81060	03/13/09	02/11/11	2,348.75	1,147.60	1,201.15	SALE
	X	127.0000	54.69350	03/13/09	09/19/11	6,945.94	3,835.37	3,110.57	SALE
ISHARES S&P NORTH AMERICAN TECHNOLOGY SECTOR INDEX ETF CUSIP 464287549	X	34.0000	65.39000	02/17/09	02/11/11	2,223.22	1,134.02	1,089.20	SALE
	X	113.0000	58.69350	02/17/09	09/19/11	6,632.24	3,768.91	2,863.33	SALE

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2011 SUMMARY AMENDMENT

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Amended Date: 2/17/12

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Account Number: 7289-5528

Year-End Account Summary

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Proceeds from Broker and Barter Exchange Transactions for 2011

Description (Box 9)	Non-Covered (Box 6)	Share Quantity	Sale Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Proceeds (Box 2)*	Cost or Other Basis (Box 3)	SUPPLEMENTAL INFORMATION	
								Gain or Loss Amount	Transaction Description
MARKET VECTORS INDONESIA INDEX ETF									
CUSIP 57060U753	X	1.0000	80.13870	05/19/09	01/19/11	80.13	41.80	38.33	SALE
MARKET VECTORS STEEL INDEX FUND									
CUSIP 57060U308	X	126.0000	50.90250	VARIOUS	09/19/11	6,413.60	7,600.09	-1,186.49	SALE
POWERSHARES DYNAMIC BASIC MATERIALS SECTOR PORTFOLIO									
CUSIP 73935X427	X	221.0000	37.60350	07/24/09	02/11/11	8,310.21	5,208.31	3,101.90	SALE
	X	750.0000	32.19270	VARIOUS	09/19/11	24,144.09	19,517.67	4,626.42	SALE
POWERSHARES DYNAMIC MKT LEISURE AND ENTERTAINMENT PORT									
CUSIP 73935X757	X	560.0000	18.50000	04/08/10	04/14/11	10,359.80	9,077.48	1,282.32	SALE
POWERSHARES QQQ TR ET SERIES 1									
CUSIP 73935A104	X	61.0000	58.32000	04/27/09	02/11/11	3,557.45	2,068.39	1,489.06	SALE
	X	205.0000	58.32120	04/27/09	05/05/11	11,955.62	6,951.14	5,004.48	SALE
RYDEX ETF TR ET S&P 500 EQUAL WEIGHTED INDEX FD									
CUSIP 78355W106	X	222.0000	50.21460	04/01/09	02/11/11	11,147.43	5,570.21	5,577.22	SALE
	X	756.0000	44.32000	VARIOUS	09/19/11	33,505.28	21,961.27	11,544.01	SALE
SPDR METALS & MINING ET CUSIP 78464A755									
	X	68.0000	69.82000	09/22/09	02/11/11	4,747.67	3,331.92	1,415.75	SALE
	X	228.0000	54.45830	VARIOUS	09/19/11	12,416.25	11,141.33	1,274.92	SALE



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2011 SUMMARY AMENDMENT

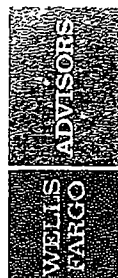
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Amended Date: 2/17/12

Your Financial Advisor :

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Proceeds from Broker and Barter Exchange Transactions for 2011

Description (Box 9)	Non-Covered (Box 6)	Share Quantity	Sale Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Proceeds (Box 2)*	Cost or Other Basis (Box 3)	SUPPLEMENTAL INFORMATION	
								Gain or Loss Amount	Transaction Description
SPDR S&P EMRG LAT AM ET CUSIP 78463X707	X	110.0000	83.59230	07/07/09	02/09/11	9,194.97	5,867.58	3,327.39	SALE
WISDOMTREE INDIA ET EARNINGS FUND CUSIP 97717W422	X	356.0000	24.10380	06/04/09	01/19/11	8,580.79	6,721.28	1,859.51	SALE
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES						223,584.54	164,148.54	59,436.00	✓

OTHER TERM GAINS OR LOSSES (Box 8)

Proceeds from Broker and Barter Exchange Transactions for 2011

Description (Box 9)	Non-Covered (Box 6)	Share Quantity	Sale Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Proceeds (Box 2)*	Cost or Other Basis (Box 3)	SUPPLEMENTAL INFORMATION	
								Gain or Loss Amount	Transaction Description
1 SHARES SILVER TRUST CUSIP 46428Q109	X	303.0000	N/A	N/A	03/31/11	4.39	N/A	N/A	PRINCIPAL PAYMENT
	X	303.0000	N/A	N/A	04/30/11	5.19	N/A	N/A	Cost Basis Allocation Factor: 0.000396082
	X	303.0000	N/A	N/A	05/31/11	4.93	N/A	N/A	PRINCIPAL PAYMENT
	X	303.0000	N/A	N/A	06/30/11	4.45	N/A	N/A	Cost Basis Allocation Factor: 0.000441492
	X	303.0000	N/A	N/A	07/31/11	4.61	N/A	N/A	PRINCIPAL PAYMENT
						23.57	0.00	0.00	Cost Basis Allocation Factor: 0.000447337
TOTAL OTHER TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES						23.57	0.00	0.00	PRINCIPAL PAYMENT

* Box 2 Sales price less commissions and option premiums

Portfolio Holdings (continued)

Proxy Vote - Securities held by you on margin (securities not fully paid for by you) may be lent by Pershing to itself or others in accordance with the terms outlined in the Margin Agreement. The right to vote your shares held on margin will be reduced by the amount of shares on loan. The Proxy Voting Instruction Form sent to you may reflect a smaller number of shares entitled to vote than the number of shares in your margin account

Income and Expense Summary

	Current Period		Year-to-Date	
	Taxable	Non Taxable	Taxable	Non Taxable
Interest Income				
Bond Interest	0.45	0.00	0.45	0.00
Total Dividends, Interest, Income and Expenses	\$0.45	\$0.00	\$0.45	\$0.00
Distributions				
Other Distributions	0.00	0.00	139.40	0.00
Total Distributions	\$0.00	\$0.00	\$139.40	\$0.00

Schedule of Realized Gains and Losses Current Period

Disposition Date	Acquisition Date	Disposition Transaction	Description	Security Identifier	Quantity	Cost Basis	Proceeds	Realized Gain/Loss/Disallowance
Short Term								
06/17/11	09/09/10	RDMG FI	2MEDICINOVA INC NT CONV FLTG Original Cost Basis 0.00	58468PAA5	69.000	Please Provide	69.00	N/A
06/17/11	03/18/11	RDMG FI	MEDICINOVA INC NT CONV FLTG Original Cost Basis 0.00	58468PAA5	36.000	0.00	0.00	0.00
06/18/11	06/18/11	MAT FI	MEDICINOVA INC NT CONV FLTG Original Cost Basis 0.00	58468PAA5	2,969.000	2,969.00	2,969.00	0.00
06/18/11	06/18/11	MAT FI	MEDICINOVA INC NT CONV FLTG Original Cost Basis 0.00	58468PAA5	69.000	69.00	69.00	0.00
06/18/11	06/18/11	MAT FI	MEDICINOVA INC NT CONV FLTG Original Cost Basis 0.00	58468PAA5	36.000	36.00	36.00	0.00
Total Short Term						\$3,074.00	\$3,143.00	\$0.00
Long Term								
06/17/11	01/14/10	RDMG FI	2MEDICINOVA INC NT CONV FLTG Original Cost Basis 0.00	58468PAA5	2,969.000	Please Provide	2,969.02	N/A
Total Long Term						\$0.00	\$2,969.02	\$0.00
Total Short Term and Long Term						\$3,074.00	\$6,112.02	\$0.00

- FILE COPY**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box. ☒ **X**
 - Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
 - If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

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

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions THE BRUCE E. AND ROBBIE S. TOLL FOUNDATION	Enter filer's identifying number, see instructions Employer identification number (EIN) or ☒ 23-2667935
	Number, street, and room or suite no. If a P O box, see instructions 250 GIBRALTAR ROAD	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code For a foreign address, see instructions HORSHAM, PA 19044	

Enter the Return code for the return that this application is for (file a separate application for each return) **0 4**

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

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

- The books are in the care of ▶
Telephone No ▶ **215 938-8222** FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box. ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box. ☐ If it is for part of the group, check this box. ☐ and attach a list with the names and EINs of all members the extension is for

- I request an additional 3-month extension of time until 11/15, 2012
- For calendar year 2011, or other tax year beginning , 20 , and ending , 20 .
- If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension **ADDITIONAL TIME IS REQUESTED DUE TO CERTAIN INFORMATION WHICH IS NOT AVAILABLE AT THIS TIME IN ORDER TO FILE A COMPLETE AND ACCURATE RETURN.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	8a \$	0
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$	5,200.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c \$	

Signature and Verification must be completed for Part II only.

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

Signature ▶

Title ▶

Date ▶

Form 8868 (Rev 1-2012)