HURRICANE SANDY RELIEF

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

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

EZRA JACK KEATS FOUNDATION INC
450 14TH STREET
BROOKLYN, NY 11215

A Employer identification number 23-7072750

B Telephone number (see the instructions) 718-965-1266

C If exemption application is pending, check here ► ☐

D 1 Foreign organizations, check here ► ☐

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► $ 4,679,928.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► [X] if the foundn is **not** req to att Sch B				
	3 Interest on savings and temporary cash investments	119,353.	119,353.	119,353.	
	4 Dividends and interest from securities	72,014.	72,014.	72,014.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-157,149.			
	b Gross sales price for all assets on line 6a 2,097,503.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule) SEE STATEMENT 1	262,135.			
	12 **Total.** Add lines 1 through 11	296,353.	191,367.	191,367.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	65,038.	32,519.		32,519.
	14 Other employee salaries and wages	13,000.	6,500.		6,500.
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) SEE ST 2	27,124.	13,562.		13,562.
	b Accounting fees (attach sch) SEE ST 3	4,500.	2,250.		2,250.
	c Other prof fees (attach sch) SEE ST 4	78,871.	39,436.		39,435.
	17 Interest				
	18 Taxes (attach schedule)(see instrs) SEE STM 5	7,679.	3,840.		3,839.
	19 Depreciation (attach sch) and depletion	934.	934.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 6	118,588.	59,295.		59,293.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	315,734.	158,336.		157,398.
	25 Contributions, gifts, grants paid PART XV	103,953.			103,953.
	26 **Total expenses and disbursements.** Add lines 24 and 25	419,687.	158,336.	0.	261,351.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-123,334.			
	b **Net investment income** (if negative, enter -0-)		33,031.		
	c **Adjusted net income** (if negative, enter -0-)			191,367.	

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	37,839.	65,016.	65,016.
	2 Savings and temporary cash investments			
	3 Accounts receivable ►			
	Less allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	44,232.	37,604.	37,604.
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)			
	c Investments — corporate bonds (attach schedule)	4,876,927.	4,568,902.	4,568,902.
	11 Investments — land, buildings, and equipment: basis ► 13,328.			
	Less accumulated depreciation (attach schedule) SEE STMT 7 ► 13,328.			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	14 Land, buildings, and equipment· basis ► 9,340.			
	Less accumulated depreciation (attach schedule) SEE STMT 8 ► 934.		8,406.	8,406.
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers — see the instructions Also, see page 1, item I)	4,958,998.	4,679,928.	4,679,928.
LIABILITIES	17 Accounts payable and accrued expenses	11,001.	9,005.	
	18 Grants payable			
	19 Deferred revenue	937,500.	712,500.	
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ► SEE STATEMENT 9)	911.	1,987.	
	23 Total liabilities (add lines 17 through 22)	949,412.	723,492.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	4,009,586.	3,956,436.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	4,009,586.	3,956,436.	
	31 Total liabilities and net assets/fund balances (see instructions)	4,958,998.	4,679,928.	

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	4,009,586.
2	Enter amount from Part I, line 27a	2	-123,334.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 10	3	70,184.
4	Add lines 1, 2, and 3	4	3,956,436.
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	3,956,436.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SEE STATEMENT 11			
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) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				
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	-157,149.
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	-227.

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	274,867.	4,009,586.	0.068552
2009	221,568.	3,822,870.	0.057959
2008	157,480.	3,636,154.	0.043309
2007	167,149.	5,356,870.	0.031203
2006	161,007.	5,351,404.	0.030087

2	**Total** of line 1, column (d)	2	0.231110
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	0.046222
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	330.
7	Add lines 5 and 6	7	330.
8	Enter qualifying distributions from Part XII, line 4	8	261,351.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► [ ] and enter 'N/A' on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary – see instrs)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► [X] and enter 1% of Part I, line 27b		1	330.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3	Add lines 1 and 2		3	330.
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	330.
6	Credits/Payments			
a	2011 estimated tax pmts and 2010 overpayment credited to 2011	6a 331.		
b	Exempt foreign organizations – tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 1,000.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	1,331.
8	Enter any **penalty** for underpayment of estimated tax Check here [ ] if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►		9	0.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	1,001.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ► 1,001.	**Refunded** ►	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
	If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► $ 0. (2) On foundation managers ► $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► NY			
b	If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

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

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

Website address ► N/A

14 The books are in care of ► DEBORAH POPE Telephone no. ► 718-965-1266

Located at ► 450 14TH STREET BROOKLYN NY ZIP + 4 ► 11215

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If 'Yes,' enter the name of the foreign country ►			

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

			Yes	No
	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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see instructions)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__ .			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	Yes [X] 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 [X] No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	Yes [X] 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 [X] 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 [X] No		
b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		**5b**	N/A
Organizations relying on a current notice regarding disaster assistance check here	► [ ]		
c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? *If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)*	N/A [ ] Yes [ ] No		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	Yes [X] No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If 'Yes' to 6b, file Form 8870*		**6b**	X (No)
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	Yes [X] No		
b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	**7b**	

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
SEE STATEMENT 12		65,038.	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				

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

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 SEE STATEMENT 13	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions 3	
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	
b Average of monthly cash balances	1b	
c Fair market value of all other assets (see instructions)	1c	
d **Total** (add lines 1a, b, and c)	1d	0.
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	
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	0.
6 **Minimum investment return.** Enter 5% of line 5	6	0.

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	
2a Tax on investment income for 2011 from Part VI, line 5	2a	330.		
b Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c Add lines 2a and 2b			2c	330.
3 Distributable amount before adjustments. Subtract line 2c from line 1			3	-330.
4 Recoveries of amounts treated as qualifying distributions			4	
5 Add lines 3 and 4			5	-330.
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	0.

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	261,351.
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	261,351.
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	330.
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	261,021.

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				0.
2 Undistributed income, if any, as of the end of 2011.				
a Enter amount for 2010 only			0.	
b Total for prior years 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006 162,341.				
b From 2007 169,004.				
c From 2008 158,918.				
d From 2009 222,395.				
e From 2010 275,368.				
f **Total** of lines 3a through e	988,026.			
4 Qualifying distributions for 2011 from Part XII, line 4. ► $ 261,351.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2011 distributable amount				0.
e Remaining amount distributed out of corpus	261,351.			
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	1,249,377.			
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 instructions			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	162,341.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	1,087,036.			
10 Analysis of line 9:				
a Excess from 2007 169,004.				
b Excess from 2008 158,918.				
c Excess from 2009 222,395.				
d Excess from 2010 275,368.				
e Excess from 2011 261,351.				

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

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

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

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

Part XV Supplementary Information (Complete this part only if the organization 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 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*				
PER SCHEDULE ATTACHED		N\A	THE GRANTS ARE GIVEN TO SUPPORT LITERARY PROGRAMS THROUGHOUT THE UNITED STATES IN LIBRARIES AND PUBLIC SCHOOLS	103,953.
Total			► 3a	103,953.
b *Approved for future payment*				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14		119,353.
4 Dividends and interest from securities			14		72,014.
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	-38.	-157,111.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue.					
a ROYALTIES			14	262,135.	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				262,097.	34,256.
13 **Total.** Add line 12, columns (b), (d), and (e)				13	296,353.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions)
1-11	THE INVESTMENT INCOME GENERATED ENABLED THE FOUNDATION TO SUPPORT LITERACY
	PROGRAMS AND OTHER PUBLIC CHARITIES THROUGHOUT THE COUNTRY

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If 'Yes,' complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Debrah Pope 12/11/12 ▶ VICE PRESIDENT

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LAWRENCE S. MELZER				P00016872
Firm's name ▶ MELZER & ASSOCIATES, CPA'S P.C.			Firm's EIN ▶ 27-1232668	
Firm's address ▶ 505 EIGHTH AVE STE 701 NEW YORK, NY 10018			Phone no 212-868-4244	

TEEA0503L 07/15/11

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ROYALTIES	$ 262,135.		
TOTAL	$ 262,135.	$ 0.	$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	$ 27,124.	$ 13,562.		$ 13,562.
TOTAL	$ 27,124.	$ 13,562.	$ 0.	$ 13,562.

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	$ 4,500.	$ 2,250.		$ 2,250.
TOTAL	$ 4,500.	$ 2,250.	$ 0.	$ 2,250.

STATEMENT 4
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	$ 11,525.	$ 5,763.		$ 5,762.
PUBLICATIION FEES	67,346.	33,673.		33,673.
TOTAL	$ 78,871.	$ 39,436.	$ 0.	$ 39,435.

STATEMENT 5
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INTERNAL REVENUE SERVICE	$ 582.	$ 291.		$ 291.
PAYROLL TAXES	7,097.	3,549.		3,548.
TOTAL	$ 7,679.	$ 3,840.	$ 0.	$ 3,839.

STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COMPUTER EXPENSE	$ 9,240.	$ 4,620.		$ 4,620.
DUES AND SUBSCRIPTIONS	1,847.	924.		923.
EMPLOYEE BENEFITS	10,128.	5,064.		5,064.
INSURANCE	595.	298.		297.
MARKETING AND PROMOTIONAL EXPENSESET	87,150.	43,575.		43,575.
OFFICE EXPENSE	9,628.	4,814.		4,814.
TOTAL	$ 118,588.	$ 59,295.	$ 0.	$ 59,293.

STATEMENT 7
FORM 990-PF, PART II, LINE 11
INVESTMENTS - LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
MACHINERY AND EQUIPMENT	$ 13,328.	$ 13,328.	$ 0.	$ 0.
TOTAL	$ 13,328.	$ 13,328.	$ 0.	$ 0.

STATEMENT 8
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
AUTO./TRANSPORTATION EQUIP.	$ 0.	$ 0.	$ 0.	$ 8,406.
MACHINERY AND EQUIPMENT	9,340.	934.	8,406.	0.
TOTAL	$ 9,340.	$ 934.	$ 8,406.	$ 8,406.

STATEMENT 9
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

PAYROLL TAXES PAYABLE		$ 1,987.
	TOTAL	$ 1,987.

STATEMENT 10
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

UNREALIZED GAIN ON MKT VALUATION		$ 70,184.
	TOTAL	$ 70,184.

STATEMENT 11
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	DODGE & COX INTERNATIONAL FUND	PURCHASED	VARIOUS	8/26/2011
2	CALAMOS GROWTH CLASS A	PURCHASED	VARIOUS	8/26/2011
3	EATON VANCE LARGE CAP VALUE A	PURCHASED	VARIOUS	8/26/2011
4	T ROWE PRICE HIGH YIELD	PURCHASED	2/01/2011	8/26/2011
5	ALLIANCE BERNSTEIN BAL WEALTH STRT A	PURCHASED	3/13/2008	3/03/2011
6	ALLIANCE BERNSTEIN BAL WEALTH STRT A	PURCHASED	3/13/2008	4/14/2011
7	ALLIANCE BERNSTEIN BAL WEALTH STRT A	PURCHASED	3/13/2008	9/30/2011
8	ALLIANCE BERNSTEIN BAL WEALTH STRT A	PURCHASED	3/13/2008	12/05/2011
9	BLACKROCK GLOBAL ALLOCATION	PURCHASED	3/14/2007	3/03/2011
10	BLACKROCK GLOBAL ALLOCATION	PURCHASED	7/19/2007	3/03/2011
11	BLACKROCK GLOBAL ALLOCATION	PURCHASED	10/15/2007	3/03/2011
12	BLACKROCK GLOBAL ALLOCATION	PURCHASED	10/15/2007	9/30/2011
13	BLACKROCK GLOBAL ALLOCATION	PURCHASED	10/15/2007	10/14/2011
14	BLACKROCK GLOBAL ALLOCATION	PURCHASED	12/14/2007	10/14/2011
15	BLACKROCK GLOBAL ALLOCATION	PURCHASED	12/14/2007	10/14/2011
16	BLACKROCK GLOBAL ALLOCATION	PURCHASED	12/14/2007	10/14/2011
17	BLACKROCK GLOBAL ALLOCATION	PURCHASED	3/13/2008	10/14/2011
18	BLACKROCK GLOBAL ALLOCATION	PURCHASED	10/15/2007	4/14/2011
19	BLACKROCK GLOBAL ALLOCATION	PURCHASED	3/13/2008	12/05/2011
20	E V FLOATING HIGH INC A	PURCHASED	10/15/2007	3/03/2011
21	E V FLOATING HIGH INC A	PURCHASED	10/15/2007	4/14/2011
22	E V FLOATING HIGH INC A	PURCHASED	10/15/2007	9/08/2011
23	E V FLOATING HIGH INC A	PURCHASED	10/31/2007	9/08/2011
24	E V FLOATING HIGH INC A	PURCHASED	11/30/2007	9/08/2011
25	E V FLOATING HIGH INC A	PURCHASED	11/30/2007	9/30/2011
26	E V FLOATING HIGH INC A	PURCHASED	12/31/2007	9/30/2011
27	E V FLOATING HIGH INC A	PURCHASED	1/31/2008	9/30/2011
28	E V FLOATING RATE HI INC INST	PURCHASED	1/31/2008	12/05/2011
29	E V FLOATING RATE HI INC INST	PURCHASED	2/29/2008	12/05/2011
30	FIFTH THIRD STRATEGIC INC A	PURCHASED	9/08/2011	12/05/2011
31	FRANKLIN TEMPLETON FOUND ALLOC A	PURCHASED	3/14/2007	3/03/2011
32	FRANKLIN TEMPLETON FOUND ALLOC A	PURCHASED	3/14/2007	4/14/2011
33	FRANKLIN TEMPLETON FOUND ALLOC A	PURCHASED	3/14/2007	9/30/2011
34	FRANKLIN TEMPLETON FOUND ALLOC A	PURCHASED	3/14/2007	12/05/2011
35	HIGHLAND FLOATING RT OPPORT A	PURCHASED	7/30/2000	9/08/2011

STATEMENT 11 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
36	HIGHLAND FLOATING RT OPPORT A	PURCHASED	9/28/2007	9/08/2011
37	HIGHLAND FLOATING RT OPPORT A	PURCHASED	10/15/2007	9/08/2011
38	HIGHLAND FLOATING RT OPPORT A	PURCHASED	10/15/2007	10/14/2011
39	HIGHLAND FLOATING RT OPPORT A	PURCHASED	12/28/2008	12/05/2011
40	HIGHLAND FLOATING RT OPPORT A	PURCHASED	12/31/2008	12/05/2011
41	HIGHLAND FLOATING RT OPPORT A	PURCHASED	12/31/2008	12/05/2011
42	IVY ASSET STRATEGY A	PURCHASED	11/06/2009	3/03/2011
43	IVY ASSET STRATEGY A	PURCHASED	11/06/2009	4/14/2011
44	IVY ASSET STRATEGY A	PURCHASED	11/06/2009	9/30/2011
45	IVY ASSET STRATEGY A	PURCHASED	11/06/2009	12/05/2011
46	JP MORGAN CORE BOND A	PURCHASED	10/14/2011	12/05/2011
47	JP MORGAN HIBRG SRAR MKT NEU A	PURCHASED	3/14/2007	3/03/2011
48	JP MORGAN HIBRG SRAR MKT NEU A	PURCHASED	3/14/2007	4/14/2011
49	JP MORGAN HIBRG SRAR MKT NEU A	PURCHASED	3/14/2007	9/30/2011
50	JP MORGAN HIBRG SRAR MKT NEU A	PURCHASED	3/14/2007	10/14/2011
51	JP MORGAN HIBRG SRAR MKT NEU A	PURCHASED	12/20/2007	10/14/2011
52	JP MORGAN HIBRG SRAR MKT NEU A	PURCHASED	3/31/2008	10/14/2011
53	JP MORGAN HIBRG SRAR MKT NEU A	PURCHASED	12/22/2008	10/14/2011
54	JP MORGAN STRAT INC OPPORT A	PURCHASED	9/08/2011	12/05/2011
55	PIMCO ALL ASSET A	PURCHASED	9/20/2007	3/03/2011
56	PIMCO ALL ASSET A	PURCHASED	10/15/2007	3/03/2011
57	PIMCO ALL ASSET A	PURCHASED	10/15/2007	4/14/2011
58	PIMCO ALL ASSET A	PURCHASED	10/15/2007	9/30/2011
59	PIMCO ALL ASSET A	PURCHASED	10/15/2007	10/14/2011
60	PIMCO ALL ASSET A	PURCHASED	12/27/2007	10/14/2011
61	PIMCO ALL ASSET A	PURCHASED	3/03/2008	10/14/2011
62	PIMCO ALLL ASSET P	PURCHASED	3/13/2008	12/05/2011
63	PIMCO UNCONSTRAINED BD P	PURCHASED	9/08/2011	12/05/2011
64	PIONEER IBBOTSON MOD ALLOC A	PURCHASED	3/13/2008	3/03/2011
65	PIONEER IBBOTSON MOD ALLOC A	PURCHASED	3/13/2008	4/14/2011
66	PIONEER IBBOTSON MOD ALLOC A	PURCHASED	3/13/2008	9/30/2011
67	PIONEER IBBOTSON MOD ALLOC Y	PURCHASED	3/13/2008	12/05/2011
68	PRUDENTIAL SHT TRM CORP BD Z	PURCHASED	10/14/2011	12/05/2011
69	TEMPLETON GLOBAL BD FD A	PURCHASED	9/08/2011	12/05/2011
70	PARKWAY BANK	PURCHASED	1/02/2009	1/10/2011
71	FLORIDA CAP BK	PURCHASED	12/31/2008	1/14/2011
72	LEHMAN BROTHERS	PURCHASED	6/29/2005	1/20/2011
73	FED HOME LOAN MTG CORP	PURCHASED	4/26/2010	1/21/2011
74	INTL BANK FOR RECON	PURCHASED	10/15/2001	2/15/2011
75	FED HOME LOAN MTG CORP	PURCHASED	2/18/2010	5/16/2011
76	FED HOME LOAN MTG CORP	PURCHASED	5/17/2010	5/16/2011
77	JP MORGAN CHASE BANK NA	PURCHASED	8/12/2010	10/03/2011
78	CREDIT SUISSE	PURCHASED	11/21/2001	11/15/2011
79	WINONA NAT SVGS BANK	PURCHASED	12/14/2009	12/19/2011
80	GREYSTON BK RALEIGH NC CD CL	PURCHASED	2/18/2011	9/12/2011
81	JPMORGAN CHASE BANK NA CD CLL	PURCHASED	2/18/2011	8/24/2011
82	BANKERS TRUST NY CORP	PURCHASED	12/06/2001	10/17/2011

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
1	227.		265.	-38.				$ -38.
2	3,176.		3,122.	54.				54.
3	838.		938.	-100.				-100.
4	129.		134.	-5.				-5.

STATEMENT 11 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
5	2,681.		2,724.	-43.				$ -43.
6	2,364.		2,437.	-73.				-73.
7	2,491.		2,963.	-472.				-472.
8	2,468.		2,737.	-269.				-269.
9	3,999.		3,598.	401.				401.
10	1,178.		1,169.	9.				9.
11	5,793.		5,974.	-181.				-181.
12	7,384.		8,618.	-1,234.				-1,234.
13	113,078.		125,414.	-12,336.				-12,336.
14	8,713.		9,109.	-396.				-396.
15	4,412.		4,612.	-200.				-200.
16	1,324.		1,384.	-60.				-60.
17	17,473.		18,323.	-850.				-850.
18	9,714.		9,993.	-279.				-279.
19	5,413.		5,613.	-200.				-200.
20	9,829.		10,441.	-612.				-612.
21	8,676.		9,216.	-540.				-540.
22	216,635.		241,853.	-25,218.				-25,218.
23	1,311.		1,461.	-150.				-150.
24	2,054.		2,245.	-191.				-191.
25	67.		74.	-7.				-7.
26	1,920.		2,103.	-183.				-183.
27	401.		424.	-23.				-23.
28	1,534.		1,593.	-59.				-59.
29	738.		737.	1.				1.
30	1,690.		1,711.	-21.				-21.
31	3,274.		4,119.	-845.				-845.
32	2,924.		3,659.	-735.				-735.
33	2,806.		4,191.	-1,385.				-1,385.
34	3,009.		4,134.	-1,125.				-1,125.
35	330.		527.	-197.				-197.
36	2.		3.	-1.				-1.
37	9,669.		17,423.	-7,754.				-7,754.
38	100,000.		178,433.	-78,433.				-78,433.
39	310.		290.	20.				20.
40	672.		558.	114.				114.
41	17.		15.	2.				2.
42	2,542.		2,199.	343.				343.
43	2,297.		1,954.	343.				343.
44	2,384.		2,474.	-90.				-90.
45	2,386.		2,190.	196.				196.
46	3,256.		3,242.	14.				14.
47	3,234.		3,456.	-222.				-222.
48	2,874.		3,031.	-157.				-157.
49	2,965.		3,279.	-314.				-314.
50	85,563.		93,483.	-7,920.				-7,920.
51	5,999.		6,080.	-81.				-81.
52	340.		358.	-18.				-18.
53	193.		213.	-20.				-20.
54	3,068.		3,087.	-19.				-19.
55	356.		374.	-18.				-18.
56	9,453.		10,107.	-654.				-654.
57	8,787.		9,250.	-463.				-463.

STATEMENT 11 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
58	7,063.		8,073.	-1,010.				$ -1,010.
59	64,945.		72,522.	-7,577.				-7,577.
60	7,450.		8,001.	-551.				-551.
61	45,604.		49,520.	-3,916.				-3,916.
62	5,688.		6,051.	-363.				-363.
63	3,055.		3,086.	-31.				-31.
64	2,661.		2,765.	-104.				-104.
65	2,364.		2,452.	-88.				-88.
66	2,518.		2,930.	-412.				-412.
67	2,510.		2,730.	-220.				-220.
68	3,242.		3,236.	6.				6.
69	2,945.		3,148.	-203.				-203.
70	67,000.		67,006.	-6.				-6.
71	97,000.		97,006.	-6.				-6.
72	50,000.		50,000.	0.				0.
73	35,038.		35,000.	38.				38.
74	250,000.		250,000.	0.				0.
75	210,000.		210,000.	0.				0.
76	100,000.		100,000.	0.				0.
77	76,000.		76,000.	0.				0.
78	100,000.		100,000.	0.				0.
79	10,000.		10,006.	-6.				-6.
80	10,000.		10,006.	-6.				-6.
81	170,000.		170,000.	0.				0.
82	76,000.		76,000.	0.				0.
							TOTAL	$-157,149.

STATEMENT 12
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
MARTIN POPE 1005 EAST 4TH STREET BROOKLYN, NY 11230	PRESIDENT 0	$ 0.	$ 0.	$ 0.
LILLIE POPE 1005 EAST 4TH STREET NEW YORK, NY 11230	SECRETARY 0	0.	0.	0.
DEBORAH POPE 450 14TH STREET BROOKYLN, NY 11215	VICE PRESIDENT 0	0.	0.	0.

STATEMENT 12 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
MIRIAM POPE 410 10TH STREET BROOKLYN, NY 11215	DIRECTOR 0	$ 65,038.	$ 0.	$ 0.
EILEEN BAYER 130 EAST 18TH STREET NEW YORK, NY 10003	DIRECTOR 0	0.	0.	0.
REYNOLD RUFFINS 51 HAMPTON ST SAG HARBOR, NY 11963	DIRECTOR 0	0.	0.	0.
DAVID EPSTEIN 21 MARIANNE RD DARIEN, CT 06820	DIRECTOR 0	0.	0.	0.
	TOTAL	$ 65,038.	$ 0.	$ 0.

STATEMENT 13
FORM 990-PF, PART IX-A, LINE 1
SUMMARY OF DIRECT CHARITABLE ACTIVITIES

DIRECT CHARITABLE ACTIVITIES	EXPENSES
THE FOUNDATION PRIMARILY SUPPORTS LITERACY PROGRAMS THROUGH THE COUNTRY BY DONATING MONEY TO LIBRARIES,SCHOOL SYSTEMS AND OTHER NON-PROFIT ORGANIZATIONS.	
THE FOUNDATION ALSO SUPPORTS OTHER NON-PROFIT ORGANIZATIONS SUCH AS MUSEUMS AND OTHER PUBLIC CHARITIES.	

Ezra Jack Keats Foundation Inc.
Transaction Detail By Account
January through December 2011

Type	Date	Num	Name	Debit	Credit	Balance
ACLU						
Check	12/3/2011	3192	ACLU	100 00		100.00
Total ACLU				100.00	0 00	100 00
American Folk Art Museum						
Check	11/30/2011	3180	American Folk Art Museum	80 00		80 00
Total American Folk Art Museum				80 00	0 00	80 00
Americans United for Separation of Church						
Check	12/3/2011	3193	Americans United for Separation of Church	50 00		50 00
Total Americans United for Separation of Church				50.00	0 00	50 00
Batiste Cultural Arts Academy						
Check	5/3/2011	3010	Batiste Cultural Arts Academy	500 00		500 00
Total Batiste Cultural Arts Academy				500 00	0 00	500 00
BRIC Arts/Media/Bklyn						
Check	11/7/2011	3161	BRIC Arts/Media/Bklyn	8,500 00		8,500 00
Total BRIC Arts/Media/Bklyn				8,500.00	0 00	8,500 00
Brooklyn Botanic Garden						
Check	11/30/2011	3182	Brooklyn Botanic Garden	100 00		100 00
Total Brooklyn Botanic Garden				100 00	0.00	100 00
Brooklyn Museum						
Check	11/7/2011	3149	Brooklyn Museum	2,000 00		2,000 00
Check	11/30/2011	3183	Brooklyn Museum	85 00		2,085 00
Check	11/30/2011	3184	Brooklyn Museum	85 00		2,170 00
Total Brooklyn Museum				2,170.00	0 00	2,170 00
County of Los Angeles Public Library						
Check	11/7/2011	3157	County of Los Angeles Public Library	1,000 00		1,000 00
Total County of Los Angeles Public Library				1,000.00	0 00	1,000 00
Doctors Without Borders						
Check	11/30/2011	3179	Doctors Without Borders	1,000 00		1,000 00
Total Doctors Without Borders				1,000 00	0 00	1,000 00
Eric Carle Museum						
Check	11/19/2011	3175	Eric Carle Museum	2,500 00		2,500.00
Total Eric Carle Museum				2,500 00	0 00	2,500.00
Ezra Jack Keats International School						
Check	11/7/2011	3159	Ezra Jack Keats International School	400 00		400 00
Total Ezra Jack Keats International School				400 00	0 00	400 00

Ezra Jack Keats Foundation Inc.
Transaction Detail By Account
January through December 2011

Type	Date	Num	Name	Debit	Credit	Balance
Families with Children from China						
Check	11/7/2011	3160	Families with Children from China	1,000 00		1,000.00
Total Families with Children from China				1,000.00	0.00	1,000 00
Hancock Prep Center K-8						
Check	2/4/2011	2942	Hancock Prep Center K-8	500.00		500 00
Total Hancock Prep Center K-8				500 00	0 00	500.00
Museum of Arts and Design						
Check	11/30/2011	3186	Museum of Arts and Design	125 00		125.00
Total Museum of Arts and Design				125 00	0.00	125 00
Museum of Modern Art						
Check	11/30/2011	3187	Museum of Modern Art	140.00		140.00
Total Museum of Modern Art				140 00	0 00	140 00
NARAL						
Check	12/3/2011	3196	NARAL	100 00		100 00
Total NARAL				100 00	0 00	100 00
Nat'l Center for Children's Illus.Literat						
Check	11/7/2011	3155	Nat'l Center for Children's Illus.Literat	250 00		250.00
Total Nat'l Center for Children's Illus.Literat				250.00	0 00	250.00
New Israel Fund						
Check	11/7/2011	3158	New Israel Fund	2,500.00		2,500 00
Total New Israel Fund				2,500.00	0 00	2,500 00
New York Public Library						
Check	11/7/2011	3153	New York Public Library	2,500 00		2,500 00
Total New York Public Library				2,500 00	0.00	2,500.00
NY Public Radio						
Check	12/3/2011	3202	NY Public Radio	100.00		100 00
Total NY Public Radio				100 00	0 00	100.00
NYCLU						
Check	12/3/2011	3197	NYCLU	100.00		100.00
Total NYCLU				100.00	0 00	100 00
P. E. F. Israel Endowment Funds, Inc.						
Check	11/7/2011	3147	P E F Israel Endowment Funds, Inc	2,000 00		2,000.00
Total P. E. F. Israel Endowment Funds, Inc				2,000 00	0 00	2,000 00
Prospect Park Alliance						
Check	11/7/2011	3156	Prospect Park Alliance	2,500 00		2,500 00
Total Prospect Park Alliance				2,500 00	0 00	2,500 00

Ezra Jack Keats Foundation Inc.
Transaction Detail By Account
January through December 2011

Type	Date	Num	Name	Debit	Credit	Balance
Randels Elementary School						
Check	3/2/2011	2957	Randels Elementary School	300.00		300 00
Total Randels Elementary School				300 00	0.00	300.00
Regina Opera Company						
Check	11/7/2011	3152	Regina Opera Company	250.00		250 00
Total Regina Opera Company				250 00	0 00	250 00
Riverview Middle School						
Check	5/3/2011	3011	Riverview Middle School	500 00		500 00
Total Riverview Middle School				500.00	0 00	500 00
The Jewish Museum						
Check	4/26/2011	2999	The Jewish Museum	20,000 00		20,000 00
Total The Jewish Museum				20,000 00	0 00	20,000 00
Thirteen						
Check	12/3/2011	3200	Thirteen	100 00		100 00
Total Thirteen				100 00	0.00	100.00
University of Minnesota-Kerlan Collection						
Check	11/7/2011	3148	University of Minnesota-Kerlan Collection	1,500 00		1,500 00
Total University of Minnesota-Kerlan Collection				1,500 00	0 00	1,500 00
University of Southern Mississippi						
Check	11/7/2011	3142	University of Southern Mississippi	4,000 00		4,000 00
Check	11/7/2011	3143	University of Southern Mississippi	16,000 00		20,000 00
Total University of Southern Mississippi				20,000 00	0 00	20,000 00
USBBY						
Check	12/3/2011	3201	USBBY	40 00		40 00
Total USBBY				40 00	0 00	40 00
Whitney Museum						
Check	11/30/2011	3188	Whitney Museum	125 00		125.00
Total Whitney Museum				125 00	0 00	125 00
Wildlife Conservation Society						
Check	11/30/2011	3189	Wildlife Conservation Society	159 00		159 00
Total Wildlife Conservation Society				159.00	0 00	159.00
American Museum of Natural History						
Check	11/30/2011	3181	American Museum of Natural History	125 00		125 00
Total American Museum of Natural History				125.00	0 00	125 00

Ezra Jack Keats Foundation Inc.
Transaction Detail By Account
January through December 2011

Type	Date	Num	Name	Debit	Credit	Balance
Amnesty International						
Check	12/3/2011	3194	Amnesty International	200 00		200 00
Total Amnesty International				200 00	0 00	200 00
Brooklyn Music School						
Check	11/7/2011	3150	Brooklyn Music School	500 00		500 00
Total Brooklyn Music School				500.00	0.00	500 00
Brooklyn Public Library						
Check	11/7/2011	3144	Brooklyn Public Library	2,500 00		2,500 00
Check	11/7/2011	3145	Brooklyn Public Library	6,000 00		8,500.00
Total Brooklyn Public Library				8,500 00	0 00	8,500 00
Fund for Public Schools						
Check	11/7/2011	3154	Fund for Public Schools	20,000.00		20,000 00
Total Fund for Public Schools				20,000 00	0 00	20,000.00
Int'l Reading Association						
Check	12/3/2011	3195	Int'l Reading Association	39 00		39 00
Total Int'l Reading Association				39 00	0 00	39.00
Manhattan Country School						
Check	11/7/2011	3151	Manhattan Country School	1,000.00		1,000.00
Total Manhattan Country School				1,000.00	0 00	1,000 00
Metropolitan Museum of Art						
Check	11/30/2011	3185	Metropolitan Museum of Art	200.00		200 00
Total Metropolitan Museum of Art				200 00	0 00	200 00
Planned Parenthood						
Check	12/3/2011	3198	Planned Parenthood	100 00		100 00
Total Planned Parenthood				100 00	0 00	100 00
Sierra Club						
Check	12/3/2011	3199	Sierra Club	100 00		100.00
Total Sierra Club				100.00	0 00	100 00
Weston Playhouse						
Check	11/7/2011	3146	Weston Playhouse	1,000 00		1,000 00
Total Weston Playhouse				1,000 00	0 00	1,000 00
YIVO Institute						
Check	12/3/2011	3203	YIVO Institute	1,000 00		1,000 00
Total YIVO Institute				1,000 00	0 00	1,000 00
TOTAL				**103,953.00**	**0.00**	**103,953.00**

Form **8868** (Rev January 2012)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

► **File a separate application for each return.**

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ► [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension — check this box and complete Part I only ► [ ]

All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions: EZRA JACK KEATS FOUNDATION INC	Employer identification number (EIN) or: [X] 23-7072750
File by the due date for filing your return See instructions	Number, street, and room or suite number. If a P O. box, see instructions: 450 14TH STREET	Social security number (SSN): [ ]
	City, town or post office, state, and ZIP code For a foreign address, see instructions: BROOKLYN, NY 11215	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
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 (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of . ► DEBORAH POPE

Telephone No. ► 718-965-1266 FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ► [X]
- 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.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► [X] calendar year 20 11 or

► [ ] tax year beginning ________, 20 ___, and ending ________, 20 ___.

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a 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	3a	$ 1,999.
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	3b	$ 1,331.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	$ 668.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- 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).

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions EZRA JACK KEATS FOUNDATION INC	Employer identification number (EIN) or [X] 23-7072750
File by the extended due date for filing the return See instructions	Number, street, and room or suite number. If a P O. box, see instructions. MELZER & ASSOCIATES, CPA'S P.C. 505 EIGHTH AVE STE 701	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code For a foreign address, see instructions NEW YORK, NY 10018	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

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 (section 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 care of ► DEBORAH POPE
  Telephone No. ► 718-965-1266 FAX No. ►
- If the organization does not have an office or place of business in the United States, check this box ► [X]
- 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.

4 I request an additional 3-month extension of time until 11/15 , 20 12.

5 For calendar year 2011 , or other tax year beginning ______ , 20 __ , and ending ______ , 20 __ .

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension. ADDITIONAL THIRD PARTY INFORMATION IS STILL NEEDED TO COMPLETE TAX 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	$ 999.
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	$ 0.

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 ► ~~VICE PRESIDENT~~ CFA Date ► 8/13/12