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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 JOAN H. BRACK CHARITABLE FOUNDATION		A Employer identification number 31-6632672
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (781) 585-3868
C/O RBS CITIZENS, N.A. 10 TRIPPS LANE City or town, state, and ZIP code RIVERSIDE, RI 02915-7995		
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,413,772.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)

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)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	44,135.	44,651.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	36,898.			
b	Gross sales price for all assets on line 6a	348,699.			
7	Capital gain net income (from Part IV, line 2)		36,896.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	137,834.		136,463.	STMT 2
12	Total. Add lines 1 through 11	218,867.	81,547.	136,463.	
13	Compensation of officers, directors, trustees, etc.		NONE	NONE	
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT. 3	635.	NONE	NONE	635.
c	Other professional fees (attach schedule) STMT. 4	8,921.	8,921.		
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT. 5		538.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT. 6	31,893.		31,078.	815.
24	Total operating and administrative expenses. Add lines 13 through 23	41,449.	9,459.	31,078.	1,450.
25	Contributions, gifts, grants paid	217,000.			217,000.
26	Total expenses and disbursements. Add lines 24 and 25	258,449.	9,459.	31,078.	218,450.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-39,582.			
b	Net investment income (if negative, enter -0-)		72,088.		
c	Adjusted net income (if negative, enter -0-)			105,385.	

For Paperwork Reduction Act Notice, see instructions.

JSA

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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				
	2	Savings and temporary cash investments		49,569.	41,415.	41,415.
	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)				
	b	Investments - corporate stock (attach schedule)				
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶ (attach schedule)				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule) STMT 7		1,459,215.	1,372,357.	1,372,357.
	14	Land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶ (attach schedule)				
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		1,508,784.	1,413,772.	1,413,772.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds			1,372,357.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		1,508,784.	41,415.	
30	Total net assets or fund balances (see instructions)		1,508,784.	1,413,772.		
31	Total liabilities and net assets/fund balances (see instructions)		1,508,784.	1,413,772.		

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	1,508,784.
2	Enter amount from Part I, line 27a	2	-39,582.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	16,805.
4	Add lines 1, 2, and 3	4	1,486,007.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	72,235.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,413,772.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)				(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a PUBLICLY TRADED SECURITIES						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a 346,519.		311,803.	34,716.			
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			34,716.			
b						
c						
d						
e						
2 Capital gain net income or (net capital loss)				2	36,896.	
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> </div>						
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):				3		
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 </div> </div>						

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	219,565.	1,489,768.	0.147382
2009	195,500.	1,420,271.	0.137650
2008	137,938.	1,489,234.	0.092623
2007	143,587.	650,472.	0.220743
2006	206,482.	599,568.	0.344385
2 Total of line 1, column (d)			0.942783
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			0.188557
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5		1,495,726.	
5 Multiply line 4 by line 3			282,030.
6 Enter 1% of net investment income (1% of Part I, line 27b)			721.
7 Add lines 5 and 6			282,751.
8 Enter qualifying distributions from Part XII, line 4			218,450.

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 <input type="checkbox"/> and enter "N/A" on line 1		1	1,442.
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> 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	1,442.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,442.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,250.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,250.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	808.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ▶ 808. 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?	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.		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) ▶ MA		
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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>RBS CITIZENS, N.A.</u> Telephone no <u>(401) 456-1156</u> Located at <u>10 TRIPPS LANE RTL 115, RIVERSIDE, RI</u> ZIP + 4 <u>02915</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <u></u>	16	Yes	No X

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

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

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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☒ Yes ☐ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b** ☒Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☒
If "Yes" to 6b, file Form 8870.**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** ☒**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		- 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		NONE	NONE	NONE

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

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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		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	EXPENSES FOR THE PURPOSE OF CONDUCTING A GOLF TOURNAMENT	
		31,078.
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	1,474,929.
b	Average of monthly cash balances	1b	43,575.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,518,504.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,518,504.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	22,778.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,495,726.
6	Minimum investment return. Enter 5% of line 5	6	74,786.

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	74,786.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,442.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,442.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	73,344.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	73,344.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	73,344.

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	218,450.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	218,450.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	218,450.

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				73,344.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			NONE	
b Total for prior years: 20 09, 20 , 20		NONE		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	177,044.			
b From 2007	111,701.			
c From 2008	64,083.			
d From 2009	125,176.			
e From 2010	146,132.			
f Total of lines 3a through e	624,136.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 218,450.				
a Applied to 2010, but not more than line 2a . . .			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				73,344.
e Remaining amount distributed out of corpus . .	145,106.			
5 Excess distributions carryover applied to 2011 . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	769,242.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . .	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . .	177,044.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	592,198.			
10 Analysis of line 9:				
a Excess from 2007	111,701.			
b Excess from 2008	64,083.			
c Excess from 2009	125,176.			
d Excess from 2010	146,132.			
e Excess from 2011	145,106.			

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

NOT APPLICABLE

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test - enter

(1) Value of all assets

(2) Value of assets qualifying under section

4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

SEE STATEMENT 12

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 18				
Total			3a	217,000.
b Approved for future payment				
Total			3b	

'Enter gross amounts unless otherwise indicated.

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

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.)
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NOT APPLICABLE

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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 CAPITAL GAIN DIVIDENDS					1,079.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					1,088.	
		58. AFLAC INC					01/26/2009	02/04/2011
3,303.00		PROPERTY TYPE: SECURITIES					1,333.00	
		1,970.00						
		87. AFLAC INC					04/02/2009	04/12/2011
4,617.00		PROPERTY TYPE: SECURITIES					2,781.00	
		1,836.00						
		33. AFFILIATED MANAGERS GROUP INC					09/28/2010	02/04/2011
3,299.00		PROPERTY TYPE: SECURITIES					716.00	
		2,583.00						
		106. ALLEGHENY TECHNOLOGIES INC					09/28/2010	09/22/2011
3,833.00		PROPERTY TYPE: SECURITIES					-1,017.00	
		4,850.00						
		50. ALTERA CORP					02/16/2010	03/02/2011
2,117.00		PROPERTY TYPE: SECURITIES					945.00	
		1,172.00						
		50. ALTERA CORP					02/16/2010	05/09/2011
2,388.00		PROPERTY TYPE: SECURITIES					1,216.00	
		1,172.00						
		149. ALTERA CORP					02/16/2010	07/22/2011
6,289.00		PROPERTY TYPE: SECURITIES					2,796.00	
		3,493.00						
		45. APACHE CORP.					09/15/2009	09/07/2011
4,467.00		PROPERTY TYPE: SECURITIES					320.00	
		4,147.00						
		15. APACHE CORP.					02/04/2011	09/07/2011
1,489.00		PROPERTY TYPE: SECURITIES					-267.00	
		1,756.00						
		25. BAKER HUGHES INC					09/15/2008	04/12/2011
1,688.00		PROPERTY TYPE: SECURITIES					-123.00	
		1,811.00						

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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)	
1,804.00		30. BAKER HUGHES INC PROPERTY TYPE: SECURITIES 1,154.00					11/10/2008 650.00	09/07/2011
4,961.00		403. BANK OF AMERICA CORP NEW PROPERTY TYPE: SECURITIES 3,975.00					12/14/2009 986.00	04/21/2011
910.00		32. CBS CORP NEW CL B PROPERTY TYPE: SECURITIES 466.00					08/11/2010 444.00	07/13/2011
2,491.00		95. CBS CORP NEW CL B PROPERTY TYPE: SECURITIES 1,380.00					07/14/2010 1,111.00	08/02/2011
2,228.00		85. CBS CORP NEW CL B PROPERTY TYPE: SECURITIES 1,239.00					08/11/2010 989.00	08/02/2011
4,413.00		195. CBS CORP NEW CL B PROPERTY TYPE: SECURITIES 2,834.00					07/14/2010 1,579.00	10/11/2011
3,463.00		213. CB RICHARD ELLIS GROUP INC A PROPERTY TYPE: SECURITIES 4,000.00					10/07/2010 -537.00	08/16/2011
3,026.00		70. CIGNA PROPERTY TYPE: SECURITIES 2,412.00					04/21/2010 614.00	10/11/2011
3,205.00		80. CAPITAL ONE FINL CORP PROPERTY TYPE: SECURITIES 3,441.00					04/05/2010 -236.00	10/20/2011
3,523.00		35. CATERPILLAR TRACTOR CO PROPERTY TYPE: SECURITIES 1,354.00					07/22/2009 2,169.00	03/02/2011
5,445.00		52. CATERPILLAR TRACTOR CO PROPERTY TYPE: SECURITIES 2,011.00					07/22/2009 3,434.00	07/22/2011

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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)	
3,707.00		72. CELGENE CORP PROPERTY TYPE: SECURITIES 4,469.00					04/29/2010 -762.00	02/03/2011
2,453.00		112. CISCO SYSTEMS PROPERTY TYPE: SECURITIES 2,437.00					05/05/2009 16.00	02/09/2011
21.00		.5 CITIGROUP INC PROPERTY TYPE: SECURITIES 23.00					04/12/2011 -2.00	05/17/2011
5,627.00		113. COACH INC PROPERTY TYPE: SECURITIES 2,012.00					03/26/2009 3,615.00	03/18/2011
3,640.00		40. COLGATE-PALMOLIVE CO. PROPERTY TYPE: SECURITIES 3,309.00					04/12/2011 331.00	10/25/2011
123.00		3.755 COLUMBIA ACORN FUND CL Z #492 PROPERTY TYPE: SECURITIES 103.00					12/15/2010 20.00	05/31/2011
229.00		7.959 COLUMBIA ACORN FUND CL Z #492 PROPERTY TYPE: SECURITIES 198.00					06/01/2010 31.00	08/31/2011
66.00		2.281 COLUMBIA ACORN FUND CL Z #492 PROPERTY TYPE: SECURITIES 57.00					06/01/2010 9.00	11/30/2011
55.00		5.895 DWS ALT ASSET ALLC PLUS INSTL PROPERTY TYPE: SECURITIES 51.00					08/31/2010 4.00	08/31/2011
69.00		7.755 DWS FLOATING RATE PLUS IN PROPERTY TYPE: SECURITIES 73.00					05/31/2011 -4.00	08/31/2011
4,867.00		72. DEERE & CO. PROPERTY TYPE: SECURITIES 4,125.00					02/18/2010 742.00	09/22/2011

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Kind of Property		Description				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)	
6,883.00		91. DEVON ENERGY CORP NEW PROPERTY TYPE: SECURITIES 5,854.00				08/11/2010 1,029.00	08/02/2011
3,735.00		115. THE WALT DISNEY CO. PROPERTY TYPE: SECURITIES 3,309.00				11/19/2009 426.00	08/12/2011
1,901.00		70. E M C CORP MASS PROPERTY TYPE: SECURITIES 848.00				05/05/2009 1,053.00	05/09/2011
5,529.00		100. EMERSON ELECTRIC CO. PROPERTY TYPE: SECURITIES 2,926.00				03/26/2009 2,603.00	05/09/2011
5,453.00		78. ENERGIZER HLDGS INC PROPERTY TYPE: SECURITIES 4,886.00				08/11/2010 567.00	04/12/2011
35,000.00		35000. FED HOME LN BKS PROPERTY TYPE: SECURITIES 34,900.00		3.150% 1/03		04/25/2008 100.00	01/03/2011
4,542.00		90. FREEPORT-MCMORAN COPPER & GOLD PROPERTY TYPE: SECURITIES 3,630.00				12/14/2009 912.00	05/09/2011
35,000.00		35000. GENERAL ELEC CAP COR PROPERTY TYPE: SECURITIES 35,588.00		5.000% 11/15		07/21/2008 -588.00	11/15/2011
1,970.00		15. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES 2,259.00				10/07/2010 -289.00	07/13/2011
2,696.00		25. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES 1,769.00				11/10/2008 927.00	09/07/2011
971.00		9. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES 1,355.00				10/07/2010 -384.00	09/07/2011

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Kind of Property		Description				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)	
1,599.00		3. GOOGLE INC PROPERTY TYPE: SECURITIES 1,645.00				11/05/2009 -46.00	05/09/2011
1,066.00		2. GOOGLE INC PROPERTY TYPE: SECURITIES 1,234.00				10/29/2010 -168.00	05/09/2011
1,545.00		65. HARTFORD FINANCIAL SVCS GRP PROPERTY TYPE: SECURITIES 1,812.00				01/04/2011 -267.00	07/22/2011
713.00		30. HARTFORD FINANCIAL SVCS GRP PROPERTY TYPE: SECURITIES 479.00				07/27/2009 234.00	07/22/2011
4,542.00		206. HARTFORD FINANCIAL SVCS GRP PROPERTY TYPE: SECURITIES 3,286.00				07/27/2009 1,256.00	08/03/2011
4,333.00		95. ILLINOIS TOOL WORKS INCORPORATED PROPERTY TYPE: SECURITIES 5,527.00				05/09/2011 -1,194.00	10/26/2011
2,163.00		30. ISHARES INCMSCI BRAZIL FREE INDEX PROPERTY TYPE: SECURITIES 2,349.00				12/14/2009 -186.00	03/17/2011
12,624.00		347. ISHARES MSCI EMU INDEX FD PROPERTY TYPE: SECURITIES 13,199.00				12/14/2009 -575.00	03/17/2011
10,104.00		231. ISHARES MSCI PACIFIC EX-JAPAN PROPERTY TYPE: SECURITIES 9,636.00				12/14/2009 468.00	03/17/2011
1,978.00		141. ISHARES MSCI TAIWAN INDEX FD PROPERTY TYPE: SECURITIES 1,785.00				12/14/2009 193.00	03/17/2011
1,705.00		70. ISHARES MSCI SWITZERLAND INDEX FUND PROPERTY TYPE: SECURITIES 1,547.00				12/14/2009 158.00	03/17/2011

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Kind of Property		Description				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)	
8,076.00		139. ISHARES MSCI SOUTH KOREA INDEX FD PROPERTY TYPE: SECURITIES 6,622.00				12/14/2009 1,454.00	03/17/2011
4,624.00		459. ISHARES MSCI-JAPAN PROPERTY TYPE: SECURITIES 4,608.00				12/14/2009 16.00	03/17/2011
7,998.00		95. ISHARES RUSSELL 2000 INDEX PROPERTY TYPE: SECURITIES 5,753.00				12/14/2009 2,245.00	07/13/2011
15,295.00		211. ISHARES RUSSELL 2000 INDEX PROPERTY TYPE: SECURITIES 12,778.00				12/14/2009 2,517.00	12/20/2011
2,197.00		55. JP MORGAN CHASE & CO PROPERTY TYPE: SECURITIES 2,376.00				12/14/2009 -179.00	07/13/2011
1,309.00		85.653 JPMORGAN RESEARCH MKT NEUTRL I #1 PROPERTY TYPE: SECURITIES 1,324.00				02/28/2011 -15.00	05/31/2011
1,255.00		110.082 JPMORGAN MORTGAGE BACKED SEC FD PROPERTY TYPE: SECURITIES 1,248.00				11/30/2010 7.00	11/30/2011
2,567.00		136. JUNIPER NETWORKS INC PROPERTY TYPE: SECURITIES 4,354.00				10/22/2010 -1,787.00	09/22/2011
78.00		4.01 LEGG MASON CLEARBRIDGE SMCAP GR Y PROPERTY TYPE: SECURITIES 68.00				11/30/2010 10.00	05/31/2011
249.00		14.549 LEGG MASON CLEARBRIDGE SMCAP GR Y PROPERTY TYPE: SECURITIES 245.00				11/30/2010 4.00	08/31/2011
108.00		6.004 LEGG MASON CLEARBRIDGE SMCAP GR Y PROPERTY TYPE: SECURITIES 101.00				11/30/2010 7.00	11/30/2011

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Kind of Property		Description				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)	
3,303.00		80. MANPOWER INCORPORATED WISCONSIN PROPERTY TYPE: SECURITIES 5,527.00				04/21/2011 -2,224.00	08/16/2011
4,483.00		131. MARRIOTT INTL' INC. NEW CLASS A PROPERTY TYPE: SECURITIES 4,851.00				10/29/2010 -368.00	06/10/2011
2,896.00		78. PEABODY ENERGY CORP PROPERTY TYPE: SECURITIES 3,807.00				09/27/2010 -911.00	10/11/2011
60.00		2.001 DREYFUS MIDCAP INDEX FUND#113 PROPERTY TYPE: SECURITIES 52.00				12/29/2010 8.00	02/28/2011
82.00		2.66 DREYFUS MIDCAP INDEX FUND#113 PROPERTY TYPE: SECURITIES 62.00				03/29/2011 20.00	05/31/2011
326.00		12.068 DREYFUS MIDCAP INDEX FUND#113 PROPERTY TYPE: SECURITIES 280.00				06/01/2010 46.00	08/31/2011
76.00		2.784 DREYFUS MIDCAP INDEX FUND#113 PROPERTY TYPE: SECURITIES 65.00				06/01/2010 11.00	11/30/2011
68.00		7.033 PIMCO INST'L COMMODITY REALRETURN PROPERTY TYPE: SECURITIES 52.00				06/01/2010 16.00	02/28/2011
650.00		83.059 PIMCO INST'L COMMODITY REALRETURN PROPERTY TYPE: SECURITIES 615.00				06/01/2010 35.00	11/30/2011
67.00		1.843 T ROWE PRICE SMALL-CAP STOCKFD#65 PROPERTY TYPE: SECURITIES 61.00				12/14/2010 6.00	02/28/2011
73.00		1.903 T ROWE PRICE SMALL-CAP STOCKFD#65 PROPERTY TYPE: SECURITIES 53.00				06/01/2010 20.00	05/31/2011

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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)	
349.00		10.561 T ROWE PRICE SMALL-CAP STOCKFD#65 PROPERTY TYPE: SECURITIES 296.00					06/01/2010 53.00	08/31/2011
93.00		2.691 T ROWE PRICE SMALL-CAP STOCKFD#65 PROPERTY TYPE: SECURITIES 76.00					06/01/2010 17.00	11/30/2011
12,445.00		80. SPDR S&P MIDCAP 400 ETF TR PROPERTY TYPE: SECURITIES 10,348.00					12/14/2009 2,097.00	12/20/2011
4,241.00		110. SELECT SEC SPDR MATLS PROPERTY TYPE: SECURITIES 3,529.00					07/28/2010 712.00	03/02/2011
957.00		24. SELECT SEC SPDR MATLS PROPERTY TYPE: SECURITIES 770.00					07/28/2010 187.00	07/13/2011
108.00		10.196 STEELPATH MLP SELECT 40 CL I PROPERTY TYPE: SECURITIES 111.00					05/31/2011 -3.00	11/30/2011
4,063.00		215. SUNTRUST BANKS INCORPORATED PROPERTY TYPE: SECURITIES 6,765.00					02/04/2011 -2,702.00	08/12/2011
4,456.00		102. TJX COMPANIES PROPERTY TYPE: SECURITIES 2,520.00					04/02/2009 1,936.00	01/04/2011
2,066.00		38. TARGET CORP PROPERTY TYPE: SECURITIES 1,987.00					07/28/2010 79.00	02/04/2011
4,350.00		80. TARGET CORP PROPERTY TYPE: SECURITIES 3,418.00					07/27/2009 932.00	02/04/2011
65.00		4.658 TEMPLETON GLOBAL BOND ADVISOR #616 PROPERTY TYPE: SECURITIES 63.00					02/28/2011 2.00	05/31/2011

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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)	
232.00		16.831 TEMPLETON GLOBAL BOND ADVISOR #61 PROPERTY TYPE: SECURITIES 226.00				11/30/2010 6.00	08/31/2011
2,507.00		181.695 TEMPLETON GLOBAL BOND ADVISOR #6 PROPERTY TYPE: SECURITIES 2,337.00				06/01/2010 170.00	08/31/2011
1,429.00		89.731 TEMPLETON INSTL EMERGING MKT #456 PROPERTY TYPE: SECURITIES 1,162.00				06/01/2010 267.00	02/28/2011
600.00		31.96 TEMPLETON INSTITUTIONAL FOREIGN PROPERTY TYPE: SECURITIES 541.00				06/01/2010 59.00	08/31/2011
607.00		22.922 THORNBURG INTERNATIONAL VALUE I PROPERTY TYPE: SECURITIES 537.00				06/01/2010 70.00	08/31/2011
93.00		4.912 VANGUARD MORGAN GROWTH FD#26 PROPERTY TYPE: SECURITIES 73.00				06/01/2010 20.00	02/28/2011
137.00		7.045 VANGUARD MORGAN GROWTH FD#26 PROPERTY TYPE: SECURITIES 105.00				06/01/2010 32.00	05/31/2011
1,652.00		94.311 VANGUARD MORGAN GROWTH FD#26 PROPERTY TYPE: SECURITIES 1,401.00				06/01/2010 251.00	08/31/2011
241.00		13.498 VANGUARD MORGAN GROWTH FD#26 PROPERTY TYPE: SECURITIES 200.00				06/01/2010 41.00	11/30/2011
120.00		10.45 VANGUARD INTER TERM BD IDX SS #135 PROPERTY TYPE: SECURITIES 117.00				03/22/2011 3.00	05/31/2011
1,399.00		238.726 VANGUARD HIGH YIELD CORP FUND#29 PROPERTY TYPE: SECURITIES 1,294.00				02/28/2011 105.00	05/31/2011

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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)	
1,031.00		96.188 VANGUARD SHORT-TERM INVEST-GRADE PROPERTY TYPE: SECURITIES 1,027.00					06/01/2010 4.00	08/31/2011
824.00		77.594 VANGUARD SHORT-TERM INVEST-GRADE PROPERTY TYPE: SECURITIES 829.00					06/01/2010 -5.00	11/30/2011
58.00		5.32 VANGUARD ADMIRAL GNMA FD #536 PROPERTY TYPE: SECURITIES 58.00					06/01/2010	05/31/2011
1,271.00		113.92 VANGUARD ADMIRAL GNMA FD #536 PROPERTY TYPE: SECURITIES 1,241.00					06/01/2010 30.00	11/30/2011
251.00		2.48 VANGUARD 500 INDEX SIGNAL SHS #1340 PROPERTY TYPE: SECURITIES 203.00					06/01/2010 48.00	02/28/2011
1,518.00		16.301 VANGUARD 500 INDEX SIGNAL SHS #13 PROPERTY TYPE: SECURITIES 1,333.00					06/01/2010 185.00	08/31/2011
97.00		1.019 VANGUARD 500 INDEX SIGNAL SHS #134 PROPERTY TYPE: SECURITIES 83.00					06/01/2010 14.00	11/30/2011
4,014.00		75. WAL-MART STORES PROPERTY TYPE: SECURITIES 4,141.00					09/08/2009 -127.00	04/12/2011
3,537.00		65. ZIMMER HLDGS INC. PROPERTY TYPE: SECURITIES 4,374.00					05/09/2011 -837.00	10/25/2011

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN (LOSS)							----- 36,896. =====	

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS & INTEREST	44,135.	44,651.
	-----	-----
TOTAL	44,135.	44,651.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	ADJUSTED NET INCOME -----
FED TAX REFUND	1,371.	
FUNDRAISING GOLF TOURNAMENT REVENUE	136,463.	136,463.
	-----	-----
TOTALS	137,834.	136,463.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREP FEE	635.			635.
TOTALS	635.	NONE	NONE	635.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
INVESTMENT MANAGEMENT FEES	8,921.	8,921.
-----	-----	-----
TOTALS	8,921.	8,921.
=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES		538.
	-----	-----
TOTALS	=====	=====
		538.

THE JOAN H. BRACK CHARITABLE FOUNDATION

31-6632672

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
BANK FEES			
FUNDRAISING GOLF TOURNAMENT EX	745. 31,078.	31,078.	745.
MA AG FILING FEE	70.		70.
TOTALS	----- 31,893. =====	----- 31,078. =====	----- 815. =====

THE JOAN H. BRACK CHARITABLE FOUNDATION
 FORM 990PF, PART II - OTHER INVESTMENTS
 =====

31-6632672

DESCRIPTION -----	COST/ FMV C OR F -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED STATEMENT	F	1,459,215.	1,372,357.	1,372,357.
		-----	-----	-----
TOTALS		1,459,215.	1,372,357.	1,372,357.
		=====	=====	=====

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

WASH SALE ADJUSTMENT FOR 2010	14.
TO ADJUST BEGINNING BALANCE FOR CHECKING ACCT	16,780.
MISC. ADJUSTMENT	11.

TOTAL

16,805.
=====

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

UNREALIZED GAIN ON INVESTMENTS

72,235.

TOTAL

72,235.
=====

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

=====

OFFICER NAME:

KENNETH B. BRACK

ADDRESS:

6 SOULE STREET

PLYMPTON, MA 02367

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 3

OFFICER NAME:

DENISE BRACK

ADDRESS:

6 SOULE STREET

PLYMPTON, MA 02367

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 3

OFFICER NAME:

ROBERT B. BRACK

ADDRESS:

6 SOULE STREET

PLYMPTON, MA 02367

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

WILLIAM H. BRACK

ADDRESS:

6 SOULE STREET

PLYMPTON, MA 02367

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

THE JOAN H. BRACK CHARITABLE FOUNDATION

31-6632672

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

=====

OFFICER NAME:

VIRGINIA C. BRACK, M.D.

ADDRESS:

6 SOULE STREET

PLYMPTON, MA 02367

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

STATEMENT 11

THE JOAN H. BRACK CHARITABLE FOUNDATION
FORM 990PF, PART XV - LINES 2a - 2d
=====

31-6632672

RECIPIENT NAME:

KENNETH B. BRACK

ADDRESS:

6 SOULE STREET

PLYMPTON, MA 02367

FORM, INFORMATION AND MATERIALS:

APPLICATION FORM, COMPLETED PERSONAL STATEMENT
AND OFFICIAL TRANSCRIPT.

SUBMISSION DEADLINES:

APRIL 4

RESTRICTIONS OR LIMITATIONS ON AWARDS:

SEE ATTACHED STATEMENT

RECIPIENT NAME:

TECH BOSTON ACADEMY
C/O BRENDAN MALANGA

ADDRESS:

9 PEACEVALE ROAD
DORCHESTER, MA 02124

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

ACADEMIC GRANT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

JEWISH FAMILY SERVICES OF METROWEST
ATTN: MARC JACOBS

ADDRESS:

475 FRANKLIN ST., SUITE 101
FRAMINGHAM, MA 01702

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

10,000 WILSON SCHOOL PRJ & 5,000 NUTRITION PR

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

MT. ASCUTNEY HOSPITAL

ADDRESS:

289 COUNTY ROAD
WINDSOR, VT 05089

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PEDIATRIC FUND, REACH OUT & READ PROGRAM

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
SUSAN G. KOMEN FOR THE CURE
THE KOMEN MASSACHUSETTS AFFILIATE
ADDRESS:
89 SOUTH ST., SUITE 406
BOSTON, MA 02111
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
KIDS FOR CURE
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
HOPE FLOATS HEALING & WELLNESS
ADDRESS:
4 ELM STREET
KINGSTON, MA 02367
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
NATICK HIGH SCHOOL
ADDRESS:
15 WEST STREET
NATICK, MA 01760
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
NATICK VISITING NURSE ASSOCIATION
ADDRESS:
209 WEST CENTRAL ST., SUITE 313
NATICK, MA 01760
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PALLIATIVE CARE PROGRAM
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
SOUTH MIDDLESEX OPPORTUNITY COUNCIL
ADDRESS:
300 HOWARD STREET
FRAMINGHAM, MA 01702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 40,000.

RECIPIENT NAME:
MASS COLLEGE OF PHARMACY
ADDRESS:
179 LONGWOOD AVE.
BOSTON, MA 02115
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ACADEMIC GRANT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
BRIDGEWATER STATE COLLEGE
ATTN: STUDENT ACCOUNTS
ADDRESS:
131 SUMMER STREET
BRIDGEWATER, MA 02325
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ACADEMIC GRANT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
NEW ENGLAND COLLEGE
STUDENT FINANCIAL SVC
ADDRESS:
15 MAIN STREET
HENNIKER, NH 03242
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ACADEMIC GRANT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
BENTLEY UNIVERSITY
ATT: OFFICE OF FINANCIAL ASSISTANCE
ADDRESS:
175 FOREST STREET
WALTHAM, MA 02452
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ACADEMIC GRANT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
UNIVERSITY OF MASSACHUSETTS BOSTON
BURSAR'S OFFICE, CAMPUS CTR. 4TH FL
ADDRESS:
100 MORRISSEY BLVD
BOSTON, MA 02125
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ACADEMIC GRANT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
CARON-WOOD CAPE COD PROS FOUNDATION
FUND
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED FUND
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
INTERNATIONAL MAYAN LEAGUE-USA INC
ATTN: JAMES CARBONE
ADDRESS:
1 ALMONDWOOD CIRCLE
SHREWSBURY, MA 01545
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED GIFT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

DANA-FARBER CANCER INSTITUTE, INC.

ADDRESS:

44 BINNEY ST, STE BP600
BOSTON, MA 02115

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED GIFT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 100,000.

TOTAL GRANTS PAID:

217,000.

=====

**SCHEDULE D
(Form 1041)**Department of the Treasury
Internal Revenue Service**Capital Gains and Losses**▶ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for
Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust

THE JOAN H. BRACK CHARITABLE FOUNDATION

Employer identification number

31-6632672

Note: Form 5227 filers need to complete *only* Parts I and II.**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS					1,079.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-7,168.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	-6,089.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					1,088.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	41,884.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	13.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	42,985.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-6,089.
14	Net long-term gain or (loss):			
a	Total for year	14a		42,985.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		36,896.

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

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

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

Part V Tax Computation Using Maximum Capital Gains Rates	
Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.	
Caution: Skip this part and complete the Schedule D Tax Worksheet in the instructions if: • Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.	
Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the Schedule D Tax Worksheet in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.	

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

Schedule D (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).

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

OMB No 1545-0092

2011

Name of estate or trust

THE JOAN H. BRACK CHARITABLE FOUNDATION

Employer identification number

31-6632672

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 33. AFFILIATED MANAGERS GR	09/28/2010	02/04/2011	3,299.00	2,583.00	716.00
106. ALLEGHENY TECHNOLOGIE	09/28/2010	09/22/2011	3,833.00	4,850.00	-1,017.00
15. APACHE CORP.	02/04/2011	09/07/2011	1,489.00	1,756.00	-267.00
32. CBS CORP NEW CL B	08/11/2010	07/13/2011	910.00	466.00	444.00
85. CBS CORP NEW CL B	08/11/2010	08/02/2011	2,228.00	1,239.00	989.00
213. CB RICHARD ELLIS GROU	10/07/2010	08/16/2011	3,463.00	4,000.00	-537.00
72. CELGENE CORP	04/29/2010	02/03/2011	3,707.00	4,469.00	-762.00
.5 CITIGROUP INC	04/12/2011	05/17/2011	21.00	23.00	-2.00
40. COLGATE-PALMOLIVE CO.	04/12/2011	10/25/2011	3,640.00	3,309.00	331.00
3.755 COLUMBIA ACORN FUND	12/15/2010	05/31/2011	123.00	103.00	20.00
5.895 DWS ALT ASSET ALLC P	08/31/2010	08/31/2011	55.00	51.00	4.00
7.755 DWS FLOATING RATE PL	05/31/2011	08/31/2011	69.00	73.00	-4.00
91. DEVON ENERGY CORP NEW	08/11/2010	08/02/2011	6,883.00	5,854.00	1,029.00
78. ENERGIZER HLDGS INC	08/11/2010	04/12/2011	5,453.00	4,886.00	567.00
15. GOLDMAN SACHS GROUP IN	10/07/2010	07/13/2011	1,970.00	2,259.00	-289.00
9. GOLDMAN SACHS GROUP INC	10/07/2010	09/07/2011	971.00	1,355.00	-384.00
2. GOOGLE INC	10/29/2010	05/09/2011	1,066.00	1,234.00	-168.00
65. HARTFORD FINANCIAL SVC	01/04/2011	07/22/2011	1,545.00	1,812.00	-267.00
95. ILLINOIS TOOL WORKS IN	05/09/2011	10/26/2011	4,333.00	5,527.00	-1,194.00
85.653 JPMORGAN RESEARCH M #1781	02/28/2011	05/31/2011	1,309.00	1,324.00	-15.00
110.082 JPMORGAN MORTGAGE FD	11/30/2010	11/30/2011	1,255.00	1,248.00	7.00
136. JUNIPER NETWORKS INC	10/22/2010	09/22/2011	2,567.00	4,354.00	-1,787.00
4.01 LEGG MASON CLEARBRIDG	11/30/2010	05/31/2011	78.00	68.00	10.00
14.549 LEGG MASON CLEARBRI Y	11/30/2010	08/31/2011	249.00	245.00	4.00

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

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

Department of the Treasury
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

2011

Employer identification number

31-6632672

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	-7,168.00
---	-----------

Schedule D-1 (Form 1041) 2011

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

THE JOAN H. BRACK CHARITABLE FOUNDATION

31-6632672

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 58. AFLAC INC	01/26/2009	02/04/2011	3,303.00	1,970.00	1,333.00
87. AFLAC INC	04/02/2009	04/12/2011	4,617.00	1,836.00	2,781.00
50. ALTERA CORP	02/16/2010	03/02/2011	2,117.00	1,172.00	945.00
50. ALTERA CORP	02/16/2010	05/09/2011	2,388.00	1,172.00	1,216.00
149. ALTERA CORP	02/16/2010	07/22/2011	6,289.00	3,493.00	2,796.00
45. APACHE CORP.	09/15/2009	09/07/2011	4,467.00	4,147.00	320.00
25. BAKER HUGHES INC	09/15/2008	04/12/2011	1,688.00	1,811.00	-123.00
30. BAKER HUGHES INC	11/10/2008	09/07/2011	1,804.00	1,154.00	650.00
403. BANK OF AMERICA CORP	12/14/2009	04/21/2011	4,961.00	3,975.00	986.00
95. CBS CORP NEW CL B	07/14/2010	08/02/2011	2,491.00	1,380.00	1,111.00
195. CBS CORP NEW CL B	07/14/2010	10/11/2011	4,413.00	2,834.00	1,579.00
70. CIGNA	04/21/2010	10/11/2011	3,026.00	2,412.00	614.00
80. CAPITAL ONE FINL CORP	04/05/2010	10/20/2011	3,205.00	3,441.00	-236.00
35. CATERPILLAR TRACTOR CO	07/22/2009	03/02/2011	3,523.00	1,354.00	2,169.00
52. CATERPILLAR TRACTOR CO	07/22/2009	07/22/2011	5,445.00	2,011.00	3,434.00
112. CISCO SYSTEMS	05/05/2009	02/09/2011	2,453.00	2,437.00	16.00
113. COACH INC	03/26/2009	03/18/2011	5,627.00	2,012.00	3,615.00
7.959 COLUMBIA ACORN FUND	06/01/2010	08/31/2011	229.00	198.00	31.00
2.281 COLUMBIA ACORN FUND	06/01/2010	11/30/2011	66.00	57.00	9.00
72. DEERE & CO.	02/18/2010	09/22/2011	4,867.00	4,125.00	742.00
115. THE WALT DISNEY CO.	11/19/2009	08/12/2011	3,735.00	3,309.00	426.00
70. E M C CORP MASS	05/05/2009	05/09/2011	1,901.00	848.00	1,053.00
100. EMERSON ELECTRIC CO.	03/26/2009	05/09/2011	5,529.00	2,926.00	2,603.00
35000. FED HOME LN BKS 1/03/11	04/25/2008	01/03/2011	35,000.00	34,900.00	100.00
90. FREEPORT-MCMORAN COPPE	12/14/2009	05/09/2011	4,542.00	3,630.00	912.00

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

Schedule D-1 (Form 1041) 2011

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

THE JOAN H. BRACK CHARITABLE FOUNDATION

31-6632672

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 35000. GENERAL ELEC CAP CO 11/15/11	07/21/2008	11/15/2011	35,000.00	35,588.00	-588.00
25. GOLDMAN SACHS GROUP IN	11/10/2008	09/07/2011	2,696.00	1,769.00	927.00
3. GOOGLE INC	11/05/2009	05/09/2011	1,599.00	1,645.00	-46.00
30. HARTFORD FINANCIAL SVC	07/27/2009	07/22/2011	713.00	479.00	234.00
206. HARTFORD FINANCIAL SV	07/27/2009	08/03/2011	4,542.00	3,286.00	1,256.00
30. ISHARES INCMSCI BRAZIL	12/14/2009	03/17/2011	2,163.00	2,349.00	-186.00
347. ISHARES MSCI EMU INDE	12/14/2009	03/17/2011	12,624.00	13,199.00	-575.00
231. ISHARES MSCI PACIFIC	12/14/2009	03/17/2011	10,104.00	9,636.00	468.00
141. ISHARES MSCI TAIWAN I	12/14/2009	03/17/2011	1,978.00	1,785.00	193.00
70. ISHARES MSCI SWITZERLA FUND	12/14/2009	03/17/2011	1,705.00	1,547.00	158.00
139. ISHARES MSCI SOUTH KO	12/14/2009	03/17/2011	8,076.00	6,622.00	1,454.00
459. ISHARES MSCI-JAPAN	12/14/2009	03/17/2011	4,624.00	4,608.00	16.00
95. ISHARES RUSSELL 2000 I	12/14/2009	07/13/2011	7,998.00	5,753.00	2,245.00
211. ISHARES RUSSELL 2000	12/14/2009	12/20/2011	15,295.00	12,778.00	2,517.00
55. JP MORGAN CHASE & CO	12/14/2009	07/13/2011	2,197.00	2,376.00	-179.00
78. PEABODY ENERGY CORP	09/27/2010	10/11/2011	2,896.00	3,807.00	-911.00
12.068 DREYFUS MIDCAP INDE	06/01/2010	08/31/2011	326.00	280.00	46.00
2.784 DREYFUS MIDCAP INDEX	06/01/2010	11/30/2011	76.00	65.00	11.00
83.059 PIMCO INST'L COMMOD REALRETURN 45	06/01/2010	11/30/2011	650.00	615.00	35.00
10.561 T ROWE PRICE SMALL- STOCKFD#65	06/01/2010	08/31/2011	349.00	296.00	53.00
2.691 T ROWE PRICE SMALL-C STOCKFD#65	06/01/2010	11/30/2011	93.00	76.00	17.00
80. SPDR S&P MIDCAP 400 ET	12/14/2009	12/20/2011	12,445.00	10,348.00	2,097.00
102. TJX COMPANIES	04/02/2009	01/04/2011	4,456.00	2,520.00	1,936.00
80. TARGET CORP	07/27/2009	02/04/2011	4,350.00	3,418.00	932.00
181.695 TEMPLETON GLOBAL B #616	06/01/2010	08/31/2011	2,507.00	2,337.00	170.00

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

Employer identification number

31-6632672

[illegible]

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b	41,884.00
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Schedule D-1 (Form 1041) 2011

FEDERAL CAPITAL GAIN DIVIDENDS

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SHORT-TERM CAPITAL GAIN DIVIDENDS

DELAWARE EMERGING MARKETS INST'L	1.00
DELAWARE EMERGING MARKETS INST'L	2.00
METROPOLITAN WEST HIGH YD BD I #514	
METROPOLITAN WEST HIGH YD BD I #514	13.00
DREYFUS MIDCAP INDEX FUND#113	1.00
PIMCO INST'L COMMODITY REALRETURN 45	29.00
T ROWE PRICE SMALL-CAP STOCKFD#65	7.00
TEMPLETON INSTITUTIONAL FOREIGN	
VANGUARD INTER TERM BD IDX SS #1350	11.00
VANGUARD SHORT-TERM INVEST-GRADE INV	3.00
VANGUARD ADMIRAL GNMA FD #536	1,011.00
VANGUARD INTERMEDIATE TERM CORP#71	2.00

TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS

1,079.00

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LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

APARTMENT INVT & MGMT CO	4.00
COLUMBIA ACORN FUND CL Z #492	78.00
DELAWARE EMERGING MARKETS INST'L	13.00
METROPOLITAN WEST HIGH YD BD I #514	18.00
DREYFUS MIDCAP INDEX FUND#113	75.00
PIMCO INST'L COMMODITY REALRETURN 45	7.00
T ROWE PRICE SMALL-CAP STOCKFD#65	87.00
SPDR INDEX SHS FDS ASIA PACIF ETF	93.00
TEMPLETON GLOBAL BOND ADVISOR #616	343.00
TEMPLETON INSTITUTIONAL FOREIGN	24.00
VANGUARD INTER TERM BD IDX SS #1350	132.00
VANGUARD SHORT-TERM INVEST-GRADE INV	7.00
VANGUARD ADMIRAL GNMA FD #536	187.00
VANGUARD INTERMEDIATE TERM CORP#71	20.00

(TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

1,088.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

1,088.00

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990PF, PART VII-B LINE 2B – SECTION 4942a2 EXPLANATION STATEMENT

This question does not apply. The foundation does not have any undistributed income from prior years.

THE JOAN H. BRACK CHARITABLE FOUNDATION

31-6632672

FORM 990-PF, PART XV - LINE 2d

THE PURPOSE OF THIS FUND IS TO AWARD TWO ANNUAL SCHOLARSHIPS. ONE SCHOLARSHIP WILL BE AWARDED TO A SENIOR MEMBER OF THE VARSITY BOYS' SOCCER TEAM AND ONE TO A SENIOR MEMBER OF THE VARSITY GIRLS' SOCCER TEAM AT SILVERLAKE REGIONAL HIGH SCHOOL. EACH RECIPIENT WILL BE ELIGIBLE FOR UP TO THREE ADDITIONAL GRANTS (ONE EACH FOR THE RECIPIENT'S SECOND, THIRD AND FOURTH YEARS OF COLLEGE) IF THE RECIPIENT MAINTAINS A GPA OF 3.0 OR HIGHER DURING THE PRECEDING ACADEMIC YEAR AND MAINTAINS HIS OR HER STATUS AS A FULL-TIME STUDENT AT A QUALIFIED SCHOOL DURING THE PRECEDING ACADEMIC YEAR.



Investment Detail

2011484 | MICHAEL T BRACK MEM SCHOLARSHIP

11-Apr-2012 1:43 PM ET

Asset Types: Balanced Funds, Cash & Cash Equivalents, Equities, Fixed Income -Non Taxable, Fixed Income -Taxable, Other, Real Estate

Data Current as of: 31-Dec-2011

CITIZENS ACCOUNT \$ 25,025.68

SUMMARY

Asset Type	Current Allocation	Market Value	Total Cost	Unrealized Gain/Loss
Cash & Cash Equivalents	3.816%	\$2,340.84	\$2,340.84	\$0.00
Equities	54.483%	\$33,425.06	\$31,262.24	\$2,162.82
Fixed Income -Taxable	41.701%	\$25,583.17	\$24,855.20	\$727.97
Totals		\$61,349.07	\$58,458.28	\$2,890.79

TOTAL: \$86,374.75

DETAIL

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
Cash & Cash Equivalents: 3.816%								
CASH - INCOME	-	0.725%	444.6700	1.0000		\$444.67	\$444.67	\$0.00
CASH - INVESTED INCOME	-	(0.664)%	(407.1900)	1.0000		(\$407.19)	(\$407.19)	\$0.00
RBS CITIZENS N.A. CASH SWEEP ACCOUNT Ticker:PP510QQGQ0 Asset ID:990110702	990110702 - PP510QQGQ0	3.091%	1,896.1700	100.0000%	31-Dec-2011	\$1,896.17	\$1,896.17	\$0.00
RBS CITIZENS N.A. CASH SWEEP ACCOUNT Ticker:PP510QQGQ0 Asset ID:990110702	990110702 - PP510QQGQ0	0.664%	407.1900	100.0000%	31-Dec-2011	\$407.19	\$407.19	\$0.00
Subtotal		3.816%				\$2,340.84	\$2,340.84	\$0.00
Equities: 54.483%								
COLUMBIA ACORN FUND CL Z #492 Ticker:ACRNX Asset ID:197199409	197199409 - ACRNX	2.928%	65.1870	27.5600	30-Dec-2011	\$1,796.55	\$1,633.32	\$163.23
DELAWARE EMERGING MARKETS INST'L Ticker:DEMIX Asset ID:245914817	245914817 - DEMIX	2.327%	114.4950	12.4700	30-Dec-2011	\$1,427.75	\$1,532.03	(\$104.28)

Investment Detail Print

DREYFUS MIDCAP INDEX FUND#113 Ticker:PESPX Asset ID:712223106	712223106 - PESPX	2.939%	69.5560	25 9200	30-Dec-2011	\$1,802.89	\$1,619.62	\$183.27
DWS ALT ASSET ALLC PLUS INSTL Ticker:AAAZX Asset ID:233376730	233376730 US2333767307 - AAAZX	1.916%	135.2630	8.6900	30-Dec-2011	\$1,175.44	\$1,180.41	(\$4.97)
LEGG MASON CLEARBRIDGE SMCAP GR Y Ticker:SBPYX Asset ID:52470H765	52470H765 US52470H7659 - SBPYX	1.742%	59 8640	17.8500	30-Dec-2011	\$1,068.57	\$1,009.91	\$58.66
PIMCO INST'L COMMODITY REALRETURN 45 Ticker:PCRIX Asset ID:722005667	722005667 - 2645067 PCRIX	2.153%	201.9880	6 5400	30-Dec-2011	\$1,321.00	\$1,495.60	(\$174.60)
PRINCIPAL EQUITY INCOME INSTL Ticker:PEIIX Asset ID:74254U499	74254U499 US74254U4994 - PEIIX	11.092%	381.6660	17.8300	30-Dec-2011	\$6,805.10	\$6,563.55	\$241.55
STEELPATH MLP SELECT 40 CL I Ticker:MLPTX Asset ID:858268204	858268204 US8582682048 - MLPTX	2.017%	112 7800	10.9700	30-Dec-2011	\$1,237.20	\$1,224.79	\$12.41
T ROWE PRICE SMALL-CAP STOCKFD#65 Ticker:OTCFX Asset ID:779572106	779572106 - - OTCFX	1.755%	34 4630	31.2500	30-Dec-2011	\$1,076.97	\$970.69	\$106.28
TEMPLETON INSTITUTIONAL FOREIGN Ticker:TFEQX Asset ID:880210505	880210505 - - TFEQX	2.311%	83 2100	17.0400	30-Dec-2011	\$1,417.90	\$1,576.81	(\$158.91)
THORNBURG INTERNATIONAL VALUE I Ticker:TGVIX Asset ID:885215566	885215566 US8852155667 - TGVIX	2.330%	58 1480	24 5800	30-Dec-2011	\$1,429.28	\$1,531.94	(\$102.66)
VANGUARD 500 INDEX SIGNAL SHS #1340 Ticker:VIFSX Asset ID:922908496	922908496 - - VIFSX	10.741%	68 8900	95.6500	30-Dec-2011	\$6,589.33	\$5,619.08	\$970.25
VANGUARD MORGAN GROWTH FD#26 Ticker:VMRGX Asset ID:921928107	921928107 - - VMRGX	10.232%	359.3060	17 4700	30-Dec-2011	\$6,277.08	\$5,304.49	\$972.59
Subtotal		54.483%				\$33,425.06	\$31,262.24	\$2,162.82

Investment Detail Print

Fixed Income -Taxable: 41.701%								
DWS FLOATING RATE PLUS IN Ticker:DFRTX Asset ID:23337F870	23337F870 US23337F8703 - DFRTX	2.081%	140.4790	9.0900	30-Dec-2011	\$1,276.95	\$1,328.93	(\$51.98)
JPMORGAN MORTGAGE BACKED SEC FD Ticker:OMBIX Asset ID:4812C1215	4812C1215 US4812C12150 - OMBIX	6.210%	333.5850	11.4200	30-Dec-2011	\$3,809.54	\$3,783.50	\$26.04
METROPOLITAN WEST HIGH YD BD I #514 Ticker:MWHIX Asset ID:592905848	592905848 US5929058486 - MWHIX	4.264%	266.3680	9.8200	30-Dec-2011	\$2,615.73	\$2,707.54	(\$91.81)
TEMPLETON GLOBAL BOND ADVISOR #616 Ticker:TGBAX Asset ID:880208400	880208400 - 2068404 TGBAX	2.040%	101.1740	12.3700	30-Dec-2011	\$1,251.52	\$1,356.12	(\$104.60)
VANGUARD ADMIRAL GNMA FD #536 Ticker:VFIJX Asset ID:922031794	922031794 - - VFIJX	6.264%	347.1390	11.0700	30-Dec-2011	\$3,842.83	\$3,779.24	\$63.59
VANGUARD INTER TERM BD IDX SS #1350 Ticker:VIBSX Asset ID:921937843	921937843 - - VIBSX	16.719%	871.4630	11.7700	30-Dec-2011	\$10,257.12	\$9,355.09	\$902.03
VANGUARD INTERMEDIATE TERM CORP#71 Ticker:VFICX Asset ID:922031885	922031885 - - VFICX	2.761%	169.5410	9.9900	30-Dec-2011	\$1,693.71	\$1,701.52	(\$7.81)
VANGUARD SHORT-TERM INVEST-GRADE INV Ticker:VFSTX Asset ID:922031406	922031406 - - VFSTX	1.362%	78.5500	10.6400	30-Dec-2011	\$835.77	\$843.26	(\$7.49)
Subtotal		41.701%				\$25,583.17	\$24,855.20	\$727.97



Investment Detail

2011480 | THE JOAN H. BRACK CHAR FDN

10-Apr-2012 1:12 PM ET

Asset Types: Balanced Funds, Cash & Cash Equivalents, Equities, Fixed Income -Non Taxable,
Fixed Income -Taxable, Other, Real Estate

Data Current as of: 31-Dec-2011

SUMMARY

Asset Type	Current Allocation	Market Value	Total Cost	Unrealized Gain/Loss
Cash & Cash Equivalents	1.058%	\$14,048.15	\$14,048.15	\$0.00
Equities	55.087%	\$731,219.77	\$636,953.37	\$94,266.40
Fixed Income -Taxable	43.855%	\$582,128.90	\$542,550.64	\$39,578.26
Totals		\$1,327,396.82	\$1,193,552.16	\$133,844.66

DETAIL

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
Cash & Cash Equivalents: 1.058%								
CASH - INCOME	-	0.590%	7,830.7400	1.0000		\$7,830.74	\$7,830.74	\$0.00
CASH - INVESTED INCOME	-	(0.590)%	(7,830.7400)	1.0000		(\$7,830.74)	(\$7,830.74)	\$0.00
RBS CITIZENS N.A. CASH SWEEP ACCOUNT Ticker:PP510QGQ0 Asset ID:990110702	990110702 - - PP510QGQ0	0.468%	6,217.4100	100.0000%	31-Dec-2011	\$6,217.41	\$6,217.41	\$0.00
RBS CITIZENS N.A. CASH SWEEP ACCOUNT Ticker:PP510QGQ0 Asset ID:990110702	990110702 - - PP510QGQ0	0.590%	7,830.7400	100.0000%	31-Dec-2011	\$7,830.74	\$7,830.74	\$0.00
Subtotal		1.058%				\$14,048.15	\$14,048.15	\$0.00
Equities: 55.087%								
3M CO Ticker:MMM Asset ID:88579Y101	88579Y101 US88579Y1010 - MMM	0.480%	78.0000	81.7300	30-Dec-2011	\$6,374.94	\$4,596.26	\$1,778.68
ABBOTT LABORATORIES Ticker:ABT Asset ID:002824100	002824100 US0028241000 - ABT	0.618%	146.0000	56.2300	30-Dec-2011	\$8,209.58	\$7,206.66	\$1,002.92
AETNA INC-NEW Ticker:AET Asset ID:00817Y108	00817Y108 US00817Y1082 - AET	0.432%	136.0000	42.1900	30-Dec-2011	\$5,737.84	\$4,490.24	\$1,247.60
AFFILIATED	008252108	0.528%	73.0000	95.9500	30-Dec-2011	\$7,004.35	\$6,144.02	\$860.33

Investment Detail Print

MANAGERS GROUP INC Ticker:AMG Asset ID:008252108	US0082521081 - AMG							
ANADARKO PETE CORP. Ticker:APC Asset ID:032511107	032511107 US0325111070 - APC	0.316%	55.0000	76.3300	30-Dec-2011	\$4,198.15	\$4,514.00	(\$315.85)
APARTMENT INVT & MGMT CO Ticker:AIV Asset ID:03748R101	03748R101 US03748R1014 2057059 AIV	0.242%	140.0000	22.9100	30-Dec-2011	\$3,207.40	\$3,732.86	(\$525.46)
APPLE COMPUTER INC. Ticker:AAPL Asset ID:037833100	037833100 US0378331005 - AAPL	1.098%	36.0000	405.0000	30-Dec-2011	\$14,580.00	\$8,686.21	\$5,893.79
AT & T INC Ticker:T Asset ID 00206R102	00206R102 US00206R1023 - T	0.640%	281.0000	30.2400	30-Dec-2011	\$8,497.44	\$7,959.61	\$537.83
BAKER HUGHES INC Ticker:BHI Asset ID:057224107	057224107 US0572241075 - BHI	0.344%	94.0000	48.6400	30-Dec-2011	\$4,572.16	\$3,009.27	\$1,562.89
BB&T CORP Ticker:BBT Asset ID:054937107	054937107 US0549371070 - BBT	0.427%	225.0000	25.1700	30-Dec-2011	\$5,663.25	\$5,230.58	\$432.67
BECTON DICKINSON & CO Ticker:BDX Asset ID:075887109	075887109 US0758871091 - BDX	0.225%	40.0000	74.7200	30-Dec-2011	\$2,988.80	\$2,760.05	\$228.75
BOEING CO. Ticker:BA Asset ID:097023105	097023105 US0970231058 - BA	0.702%	127.0000	73.3500	30-Dec-2011	\$9,315.45	\$7,267.10	\$2,048.35
CAPITAL ONE FINL CORP Ticker:COF Asset ID:14040H105	14040H105 US14040H1059 - COF	0.366%	115.0000	42.2900	30-Dec-2011	\$4,863.35	\$4,990.29	(\$126.94)
CHEVRON CORP Ticker:CVX Asset ID:166764100	166764100 US1667641005 - CVX	1.186%	148.0000	106.4000	30-Dec-2011	\$15,747.20	\$11,239.05	\$4,508.15
CHUBB CORP. Ticker:CB Asset ID:171232101	171232101 US1712321017 - CB	0.574%	110.0000	69.2200	30-Dec-2011	\$7,614.20	\$6,784.70	\$829.50
CIGNA Ticker:CI Asset ID:125509109	125509109 US1255091092 - CI	0.373%	118.0000	42.0000	30-Dec-2011	\$4,956.00	\$4,635.03	\$320.97
CISCO SYSTEMS Ticker:CSCO Asset ID:17275R102	17275R102 US17275R1023 - CSCO	0.285%	209.0000	18.0800	30-Dec-2011	\$3,778.72	\$3,768.38	\$10.34
CITIGROUP INC Ticker:C Asset ID:172967424	172967424 US1729674242 2297907 C	0.351%	177.0000	26.3100	30-Dec-2011	\$4,656.87	\$7,070.45	(\$2,413.58)
CLOROX CO	189054109	0.301%	60.0000	66.5600	30-Dec-2011	\$3,993.60	\$4,200.24	(\$206.64)

Investment Detail Print

Ticker:CLX Asset ID:189054109	US1890541097 - CLX							
COCA-COLA CO. Ticker:KO Asset ID:191216100	191216100 US1912161007 - KO	0.712%	135.0000	69.9700	30-Dec-2011	\$9,445.95	\$6,612.13	\$2,833.82
COLGATE-PALMOLIVE CO Ticker:CL Asset ID:194162103	194162103 US1941621039 - CL	0.383%	55.0000	92.3900	30-Dec-2011	\$5,081.45	\$4,605.46	\$475.99
CONOCOPHILLIPS Ticker:COP Asset ID:20825C104	20825C104 US20825C1045 - COP	0.582%	106.0000	72.8700	30-Dec-2011	\$7,724.22	\$4,833.79	\$2,890.43
CVS/CAREMARK CORPORATION Ticker:CVS Asset ID:126650100	126650100 US1266501006 - CVS	0.399%	130.0000	40.7800	30-Dec-2011	\$5,301.40	\$4,699.64	\$601.76
E M C CORP MASS Ticker:EMC Asset ID:268648102	268648102 US2686481027 - EMC	0.628%	387.0000	21.5400	30-Dec-2011	\$8,335.98	\$4,636.23	\$3,699.75
EDISON INTERNATIONAL Ticker:EIX Asset ID:281020107	281020107 US2810201077 - EIX	0.390%	125.0000	41.4000	30-Dec-2011	\$5,175.00	\$4,683.69	\$491.31
EXELON CORP Ticker:EXC Asset ID:30161N101	30161N101 US30161N1019 2670519 EXC	0.467%	143.0000	43.3700	30-Dec-2011	\$6,201.91	\$6,732.87	(\$530.96)
EXXON MOBIL CORP Ticker:XOM Asset ID:30231G102	30231G102 US30231G1022 - XOM	1.232%	193.0000	84.7600	30-Dec-2011	\$16,358.68	\$14,359.97	\$1,998.71
GENERAL ELECTRIC CO Ticker:GE Asset ID:369604103	369604103 US3696041033 - GE	0.549%	407.0000	17.9100	30-Dec-2011	\$7,289.37	\$7,068.82	\$220.55
GOOGLE INC Ticker:GOOG Asset ID:38259P508	38259P508 US38259P5089 - GOOG	0.730%	15.0000	645.9000	30-Dec-2011	\$9,688.50	\$8,754.13	\$934.37
HERSHEY COMPANY Ticker:HSY Asset ID:427866108	427866108 US4278661081 - HSY	0.777%	167.0000	61.7800	30-Dec-2011	\$10,317.26	\$5,919.07	\$4,398.19
INTEL CORP Ticker:INTC Asset ID:458140100	458140100 US4581401001 - INTC	0.720%	394.0000	24.2500	30-Dec-2011	\$9,554.50	\$7,010.35	\$2,544.15
INTERNATIONAL BUSINESS MACHINES Ticker:IBM Asset ID:459200101	459200101 US4592001014 - IBM	0.997%	72.0000	183.8800	30-Dec-2011	\$13,239.36	\$8,218.37	\$5,020.99
ISHARES FTSE/XINHUA CHINA 25 INDEX Ticker:FXI Asset ID:464287184	464287184 US4642871846 B0357H7 FXI	0.200%	76.0000	34.8700	30-Dec-2011	\$2,650.12	\$3,253.26	(\$603.14)
ISHARES INC MSCI	464286673	0.618%	758.0000	10.8300	30-Dec-2011	\$8,209.14	\$9,641.61	(\$1,432.47)

Investment Detail Print

SINGAPORE Ticker:EWS Asset ID:464286673	US4642866739 2373830 EWS							
ISHARES INCMSCI BRAZIL FREE INDEX Ticker:EWZ Asset ID:464286400	464286400 US4642864007 2726014 EWZ	0.190%	44.0000	57 3900	30-Dec-2011	\$2,525.16	\$3,444.58	(\$919.42)
ISHARES MSCI CDA INDEX Ticker:EWC Asset ID:464286509	464286509 US4642865095 B0BFVV1 EWC	0.705%	352 0000	26.6000	30-Dec-2011	\$9,363.20	\$9,442.25	(\$79.05)
ISHARES MSCI EMERGING MKTS Ticker:EEM Asset ID:464287234	464287234 - 2582409 EEM	1.529%	535.0000	37 9400	30-Dec-2011	\$20,297.90	\$23,733.57	(\$3,435.67)
ISHARES MSCI EMU INDEX FD Ticker:EZU Asset ID:464286608	464286608 US4642866085 2670605 EZU	1.236%	588.0000	27.9000	30-Dec-2011	\$16,405.20	\$22,366.11	(\$5,960.91)
ISHARES MSCI GERMANY INDEX FD Ticker:EWG Asset ID:464286806	464286806 US4642868065 2373711 EWG	0.793%	548.0000	19.2200	30-Dec-2011	\$10,532.56	\$13,272 45	(\$2,739 89)
ISHARES MSCI PACIFIC EX-JAPAN Ticker:EPP Asset ID:464286665	464286665 US4642866655 2812957 EPP	0.862%	294.0000	38.9300	30-Dec-2011	\$11,445.42	\$12,263.68	(\$818.26)
ISHARES MSCI SOUTH KOREA INDEX FD Ticker:EWY Asset ID:464286772	464286772 US4642867729 2592561 EWY	0.220%	56.0000	52 2600	30-Dec-2011	\$2,926 56	\$2,667 77	\$258.79
ISHARES MSCI SWEDEN INDEX FD Ticker:EWD Asset ID:464286756	464286756 US4642867562 2373595 EWD	0.311%	164.0000	25.1400	30-Dec-2011	\$4,122 96	\$4,005 89	\$117.07
ISHARES MSCI SWITZERLAND INDEX FUND Ticker:EWL Asset ID:464286749	464286749 US4642867497 2373603 EWL	0 798%	468.0000	22.6200	30-Dec-2011	\$10,586 16	\$10,342.61	\$243.55
ISHARES MSCI UNITED KINGDOM INDEX FD Ticker:EWU Asset ID:464286699	464286699 US4642866994 2373614 EWU	1.387%	1,139.0000	16.1600	30-Dec-2011	\$18,406.24	\$18,862.10	(\$455 86)
ISHARES MSCI- JAPAN Ticker:EWJ Asset ID:464286848	464286848 US4642868487 2373799 EWJ	1 130%	1,647.0000	9 1100	30-Dec-2011	\$15,004.17	\$16,535.88	(\$1,531 71)
ISHARES RUSSELL 2000 INDEX Ticker:IWM Asset ID:464287655	464287655 US4642876555 - IWM	0.911%	164.0000	73.7500	30-Dec-2011	\$12,095.00	\$9,931.84	\$2,163.16
ISHARES S&P SMALL CAP INDEX FD Ticker:IJR Asset ID:464287804	464287804 US4642878049 2678869 IJR	2.984%	580.0000	68 3000	30-Dec-2011	\$39,614 00	\$22,560 84	\$17,053.16
JABIL CIRCUIT INC Ticker:JBL Asset	466313103 US4663131039	0 422%	285.0000	19.6600	30-Dec-2011	\$5,603 10	\$6,056 68	(\$453.58)

Investment Detail Print

ID:466313103	-							
	JBL							
JOHNSON & JOHNSON Ticker:JNJ Asset ID:478160104	478160104 US4781601046 - JNJ	0.583%	118.0000	65.5800	30-Dec-2011	\$7,738.44	\$6,948.77	\$789.67
JPMORGAN CHASE & CO Ticker:JPM Asset ID:46625H100	46625H100 US46625H1005 - JPM	0.383%	153.0000	33.2500	30-Dec-2011	\$5,087.25	\$4,629.77	\$457.48
KOHL'S CORP (WISC) Ticker:KSS Asset ID:500255104	500255104 US5002551043 - KSS	0.390%	105.0000	49.3500	30-Dec-2011	\$5,181.75	\$5,527.95	(\$346.20)
LOWES COMPANIES INC Ticker:LOW Asset ID:548661107	548661107 US5486611073 - LOW	0.495%	259.0000	25.3800	30-Dec-2011	\$6,573.42	\$6,464.38	\$109.04
MERCK & CO INC NEW Ticker:MRK Asset ID:58933Y105	58933Y105 US58933Y1055 2778844 MRK	0.619%	218.0000	37.7000	30-Dec-2011	\$8,218.60	\$7,723.94	\$494.66
MICROSOFT CORP Ticker:MSFT Asset ID:594918104	594918104 US5949181045 - MSFT	0.798%	408.0000	25.9600	30-Dec-2011	\$10,591.68	\$9,580.82	\$1,010.86
MONSANTO CO NEW Ticker:MON Asset ID:61166W101	61166W101 US61166W1018 4658524 MON	0.343%	65.0000	70.0700	30-Dec-2011	\$4,554.55	\$4,524.51	\$30.04
NORDSTROM INC Ticker:JWN Asset ID:655664100	655664100 US6556641008 - JWN	0.476%	127.0000	49.7100	30-Dec-2011	\$6,313.17	\$4,884.28	\$1,428.89
NORFOLK SOUTHERN CORP. Ticker:NSC Asset ID:655844108	655844108 US6558441084 - NSC	0.395%	72.0000	72.8600	30-Dec-2011	\$5,245.92	\$4,032.13	\$1,213.79
ORACLE SYSTEMS CORP. Ticker:ORCL Asset ID:68389X105	68389X105 US68389X1054 - ORCL	0.613%	317.0000	25.6500	30-Dec-2011	\$8,131.05	\$5,721.54	\$2,409.51
PANERA BREAD CO CL A Ticker:PNRA Asset ID:69840W108	69840W108 US69840W1080 2063034 PNRA	0.565%	53.0000	141.4500	30-Dec-2011	\$7,496.85	\$3,368.49	\$4,128.36
PEPSICO INC Ticker:PEP Asset ID:713448108	713448108 US7134481081 - PEP	0.440%	88.0000	66.3500	30-Dec-2011	\$5,838.80	\$4,594.43	\$1,244.37
PFIZER INC Ticker:PFE Asset ID:717081103	717081103 US7170811035 - PFE	0.690%	423.0000	21.6400	30-Dec-2011	\$9,153.72	\$6,583.47	\$2,570.25
PNC FINANCIAL SERVICES GROUP Ticker:PNC Asset ID:693475105	693475105 US6934751057 - PNC	0.578%	133.0000	57.6700	30-Dec-2011	\$7,670.11	\$7,677.72	(\$7.61)
PNM RES INC Ticker:PNM Asset ID:69349H107	69349H107 US69349H1077 2707826	0.404%	294.0000	18.2300	30-Dec-2011	\$5,359.62	\$3,974.96	\$1,384.66

Investment Detail Print

	PNM							
PROCTER & GAMBLE CO Ticker:PG Asset ID:742718109	742718109 US7427181091 - PG	0.628%	125.0000	66.7100	30-Dec-2011	\$8,338.75	\$7,309.63	\$1,029.12
SCHLUMBERGER LTD Ticker:SLB Asset ID:806857108	806857108 AN8068571086 - SLB	0.309%	60.0000	68.3100	30-Dec-2011	\$4,098.60	\$5,653.56	(\$1,554.96)
SELECT SEC SPDR MATLS Ticker:XLB Asset ID:81369Y100	81369Y100 US81369Y1001 B1HKVC8 XLB	0.795%	315.0000	33.5000	30-Dec-2011	\$10,552.50	\$7,768.47	\$2,784.03
SPDR INDEX SHS FDS ASIA PACIF ETF Ticker:GMF Asset ID:78463X301	78463X301 US78463X3017 B1VQ3M6 GMF	0.502%	101.0000	65.9900	30-Dec-2011	\$6,664.99	\$7,775.40	(\$1,110.41)
SPDR S&P MIDCAP 400 ETF TR Ticker:MDY Asset ID:78467Y107	78467Y107 US78467Y1073 2550688 MDY	7.690%	640.0000	159.4900	30-Dec-2011	\$102,073.60	\$82,787.72	\$19,285.88
STARBUCKS CORP Ticker:SBUX Asset ID:855244109	855244109 US8552441094 2842255 SBUX	0.485%	140.0000	46.0100	30-Dec-2011	\$6,441.40	\$3,050.83	\$3,390.57
STRYKER CORP Ticker:SYK Asset ID:863667101	863667101 US8636671013 - SYK	0.412%	110.0000	49.7100	30-Dec-2011	\$5,468.10	\$6,566.19	(\$1,098.09)
TJX COMPANIES NEW Ticker:TJX Asset ID:872540109	872540109 US8725401090 - TJX	0.365%	75.0000	64.5500	30-Dec-2011	\$4,841.25	\$4,330.74	\$510.51
UNITED TECHNOLOGIES CORP Ticker:UTX Asset ID:913017109	913017109 US9130171096 - UTX	0.732%	133.0000	73.0900	30-Dec-2011	\$9,720.97	\$7,912.09	\$1,808.88
UNUMPROVIDENT CORP Ticker:UNM Asset ID:91529Y106	91529Y106 US91529Y1064 - UNM	0.271%	171.0000	21.0700	30-Dec-2011	\$3,602.97	\$2,693.68	\$909.29
VERIZON COMMUNICATIONS Ticker:VZ Asset ID:92343V104	92343V104 US92343V1044 - VZ	0.332%	110.0000	40.1200	30-Dec-2011	\$4,413.20	\$3,901.73	\$511.47
VISA INC Ticker:V Asset ID:92826C839	92826C839 US92826C8394 - V	0.459%	60.0000	101.5300	30-Dec-2011	\$6,091.80	\$5,280.10	\$811.70
WAL-MART STORES Ticker:WMT Asset ID:931142103	931142103 US9311421039 - WMT	0.572%	127.0000	59.7600	30-Dec-2011	\$7,589.52	\$6,466.05	\$1,123.47
WALT DISNEY CO. Ticker:DIS Asset ID:254687106	254687106 US2546871060 - DIS	0.353%	125.0000	37.5000	30-Dec-2011	\$4,687.50	\$3,309.10	\$1,378.40
WASTE MGMT INC DEL Ticker:WM Asset ID:94106L109	94106L109 US94106L1098 - WM	0.335%	136.0000	32.7100	30-Dec-2011	\$4,448.56	\$4,086.18	\$362.38

Investment Detail Print

WELLS FARGO & CO NEW Ticker:WFC Asset ID:949746101	949746101 US9497461015 - WFC	0.365%	176.0000	27.5600	30-Dec-2011	\$4,850.56	\$2,837.70	\$2,012.86
YUM BRANDS INC Ticker:YUM Asset ID:988498101	988498101 US9884981013 - YUM	0.356%	80.0000	59.0100	30-Dec-2011	\$4,720.80	\$4,186.40	\$534.40
Subtotal		55.087%				\$731,219.77	\$636,953.37	\$94,266.40
Fixed Income -Taxable: 43.855%								
FED FARM CR BK 4.300% 12/15/14 Asset ID:31331YHM5	31331YHM5 - -	2.905%	35,000.0000	110.1800%	30-Dec-2011	\$38,563.00	\$35,504.00	\$3,059.00
FED FARM CR BK 4.625% 12/15/17 Asset ID:31331YHQ6	31331YHQ6 - -	3.112%	35,000.0000	118.0380%	30-Dec-2011	\$41,313.30	\$35,608.30	\$5,705.00
FED FARM CR BK 4.800% 11/05/15 Asset ID:31331VMV5	31331VMV5 - -	3.025%	35,000.0000	114.7360%	30-Dec-2011	\$40,157.60	\$35,593.95	\$4,563.65
FED FARM CR BK 5.050% 5/18/17 Asset ID:31331XZB1	31331XZB1 - -	3.120%	35,000.0000	118.3240%	30-Dec-2011	\$41,413.40	\$35,448.00	\$5,965.40
FED HOME LN BK 3.875% 6/14/13 Asset ID:31339X2M5	31339X2M5 - -	2.771%	35,000.0000	105.0810%	30-Dec-2011	\$36,778.35	\$35,113.40	\$1,664.95
FED HOME LN BK 4.500% 11/15/12 Asset ID:3133MTZL5	3133MTZL5 - -	2.732%	35,000.0000	103.6010%	30-Dec-2011	\$36,260.35	\$35,697.69	\$562.66
FED HOME LN BKS 4.750% 12/16/16 Asset ID:3133XHZK1	3133XHZK1 - -	3.098%	35,000.0000	117.4950%	30-Dec-2011	\$41,123.25	\$35,380.80	\$5,742.45
FEDERAL FARM CR BKS 4.900% 6/12/18 Asset ID:31331YW63	31331YW63 - -	3.139%	35,000.0000	119.0410%	30-Dec-2011	\$41,664.35	\$35,253.75	\$6,410.60
GOLDMAN SACHS GRP 5.450% 11/01/12 Asset ID:38144LAC4	38144LAC4 - -	2.682%	35,000.0000	101.6980%	30-Dec-2011	\$35,594.30	\$35,617.40	(\$23.10)
PEPSI INC 4.650% 2/15/13 Asset ID:713448BG2	713448BG2 - -	2.759%	35,000.0000	104.6250%	30-Dec-2011	\$36,618.75	\$35,455.70	\$1,163.05
PROCTER & GAMBLE 4.950% 8/15/14 Asset ID:742718DA4	742718DA4 - -	2.926%	35,000.0000	110.9550%	30-Dec-2011	\$38,834.25	\$35,639.80	\$3,194.45
TEMPLETON GLOBAL BOND ADVISOR #616 Ticker:TGBAX Asset ID:880208400	880208400 - 2068404 TGBAX	3.981%	4,271.6340	12.3700	30-Dec-2011	\$52,840.11	\$55,270.15	(\$2,430.04)
VANGUARD	922031794	7.606%	9,120.8570	11.0700	30-Dec-2011	\$100,967.89	\$96,967.70	\$4,000.19

Investment Detail Print

ADMIRAL GNMA FD	-							
#536	-							
Ticker:VFIJX Asset	VFIJX							
ID:922031794								
Subtotal		43.855%				\$582,128.90	\$542,550.64	\$39,578.26

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

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

- 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**File by the
due date for
filing your
return. See
instructions

Name of exempt organization or other filer, see instructions

THE JOAN H. BRACK CHARITABLE
FOUNDATION

Employer identification number (EIN) or

☒ 31-6632672

Number, street, and room or suite no. If a P.O. box, see instructions.

C/O RBS CITIZENS, NA, 870 WESTMINSTER STREET

Social security number (SSN)

City, town or post office, state, and ZIP code. For a foreign address, see instructions.

PROVIDENCE, RI 02903

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-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 (sec. 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 ► RBS CITIZENS, N.A.

Telephone No. ► (401) 456-1156

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.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year 2011 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 \$	2,250.
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 \$	1,056.
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 \$	1,194.

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.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions

Form **8868** (Rev. 1-2012)

- 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.	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	THE JOAN H. BRACK CHARITABLE FOUNDATION	<input checked="" type="checkbox"/> 31-6632672
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
	C/O RBS CITIZENS, NA, 870 WESTMINSTER STREET	<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	RIVERSIDE, RI 02915-7995	

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 **RBS CITIZENS, N.A.**
Telephone No. **(401) 456-1156** 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 REQUIRED IN ORDER TO PROPERLY PREPARE AN ACCURATE FORM 990-PF.

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 \$	1,442.
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 \$	2,250.
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 *Gregory J. Bruck* Title _____ Date 08/07/2012
KPMG LLP
Form 8868 (Rev 1-2012)

100 WESTMINSTER ST, 6TH FLOOR STE A
PROVIDENCE, RI 02903-2321