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

Department of the Treasury
Internal Revenue Service

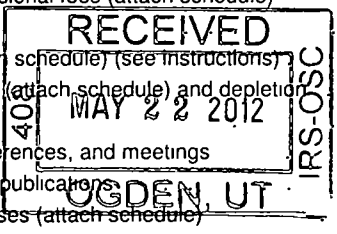
Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2011 or tax year beginning , and ending

Name of foundation Blank Charitable Foundation		A Employer identification number 43-1953412
Number and street (or P O box number if mail is not delivered to street address) 1172 S. Dixie Highway	Room/suite 497	B Telephone number (see instructions) 305-670-2323
City or town, state, and ZIP code Coral Gables FL 33146 FL 33146		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3,830,280	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (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 type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	3,120	3,120		
4 Dividends and interest from securities	372	372		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	109			
b Gross sales price for all assets on line 6a	109			
7 Capital gain net income (from Part IV, line 2)		109		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	0	0	0	
12 Total. Add lines 1 through 11	3,601	3,601	0	
13 Compensation of officers, directors, trustees, etc	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	1,737	1,737	0	0
c Other professional fees (attach schedule)	0	0	0	0
17 Interest				
18 Taxes (attach schedule) (see instructions)	367	367	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings	7,729			
22 Printing and publications				
23 Other expenses (attach schedule)	276	276	0	0
24 Total operating and administrative expenses. Add lines 13 through 23	10,109	2,380	0	0
25 Contributions, gifts, grants paid	206,480			206,480
26 Total expenses and disbursements. Add lines 24 and 25	216,589	2,380	0	206,480
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements . . .	-212,988			
b Net investment income (if negative, enter -0-)		1,221		
c Adjusted net income (if negative, enter -0-)			0	

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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	106,207	39,572	39,572
	2	Savings and temporary cash investments	3,930,797	3,784,261	3,784,261
	3	Accounts receivable	0		
		Less allowance for doubtful accounts	0	0	0
	4	Pledges receivable	0		
		Less allowance for doubtful accounts	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule)	0		
		Less allowance for doubtful accounts	0	0	0
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	0	194	194
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	0	0	0
	c	Investments—corporate bonds (attach schedule)	0	0	0
	11	Investments—land, buildings, and equipment basis	0		
	Less accumulated depreciation (attach schedule)	0	0	0	
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	6,264	6,253	6,253	
14	Land, buildings, and equipment basis	0			
	Less accumulated depreciation (attach schedule)	0	0	0	
15	Other assets (describe)	0	0	0	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item l)	4,043,268	3,830,280	3,830,280	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe)	0	0	
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds		0	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	4,043,268	3,830,280		
30	Total net assets or fund balances (see instructions)	4,043,268	3,830,280		
31	Total liabilities and net assets/fund balances (see instructions)	4,043,268	3,830,280		

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,043,268
2	Enter amount from Part I, line 27a	2	-212,988
3	Other increases not included in line 2 (itemize)	3	0
4	Add lines 1, 2, and 3	4	3,830,280
5	Decreases not included in line 2 (itemize)	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,830,280

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 AEOW 96 LLC Partnership Long Term Gain					
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	0	0	0		
b	0	0	0		
c	0	0	0		
d	0	0	0		
e	0	0	0		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a	0	0	109		
b	0	0	0		
c	0	0	0		
d	0	0	0		
e	0	0	0		
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 { If (loss), enter -0- in Part I, line 7		2	109
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		}		3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	214,599	4,149,409	0.051718
2009	226,249	4,357,523	0.051921
2008	234,444	4,555,566	0.051463
2007	235,065	4,701,300	0.050000
2006	222,563	4,739,397	0.046960
2 Total of line 1, column (d)			0.252062
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			0.050412
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5		3,946,109	
5 Multiply line 4 by line 3			198,931
6 Enter 1% of net investment income (1% of Part I, line 27b)			12
7 Add lines 5 and 6			198,943
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions.			206,480

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/>	1	12	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0	
3 Add lines 1 and 2	3	12	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	12	
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	194	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	0	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	194	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	182	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 182 Refunded <input type="checkbox"/>	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> FL		
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? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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 ▶ N/A	13	X	
14	The books are in care of ▶ Mark Blank Telephone no ▶ 305-670-2323 Located at ▶ 4649 Ponce De Leon Blvd #402 Coral Gables FL ZIP+4 ▶ 33146			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶	16	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)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here **5b** N/A

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

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

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **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
TONY BLANK 1172 S DIXIE HWY # 497 CORAL GABLES FL	DIRECTOR/CHAIR 2 00	0	0	0
MARK BLANK 1172 S DIXIE HWY # 497 CORAL GABLES FL	DIRECTOR/PRESI 2 00	0	0	0
KAREN NEUMAN 1172 S DIXIE HWY # 497 CORAL GABLES FL	DIRECTOR 3 00	0	0	0
	.00	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				

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	3,672,879
b	Average of monthly cash balances	1b	327,070
c	Fair market value of all other assets (see instructions)	1c	6,253
d	Total (add lines 1a, b, and c)	1d	4,006,202
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,006,202
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	60,093
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,946,109
6	Minimum investment return. Enter 5% of line 5	6	197,305

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	197,305
2a	Tax on investment income for 2011 from Part VI, line 5	2a	12
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	12
3	Distributable amount before adjustments Subtract line 2c from line 1	3	197,293
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	197,293
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	197,293

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	206,480
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	206,480
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	12
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	206,468

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				197,293
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			206,410	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006	0			
b From 2007	0			
c From 2008	0			
d From 2009	0			
e From 2010	0			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>206,480</u>				
a Applied to 2010, but not more than line 2a			206,410	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)	0			
d Applied to 2011 distributable amount				70
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				197,223
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9:				
a Excess from 2007	0			
b Excess from 2008	0			
c Excess from 2009	0			
d Excess from 2010	0			
e Excess from 2011	0			

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

N/A

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

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

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

Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	
	0	0	0	0
b 85% of line 2a	0	0	0	0

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

	0	0	0	0
--	---	---	---	---

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

				0
--	--	--	--	---

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

	0	0	0	0
--	---	---	---	---

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

a "Assets" alternative test—enter

(1) Value of all assets

				0
--	--	--	--	---

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

				0
--	--	--	--	---

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

	0	0	0	0
--	---	---	---	---

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)

				0
--	--	--	--	---

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

				0
--	--	--	--	---

(3) Largest amount of support from an exempt organization

				0
--	--	--	--	---

(4) Gross investment income

				0
--	--	--	--	---

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))

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

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

MARK BLANK 1172 S DIXIE HIGHWAY # 497 CORAL GABLES FL 33146 305-670-2323

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

COPY OF IRS EXEMPT STATUS LETTER DESCRIBING ORGANIZATION USE OF FUNDS REQUESTED

c Any submission deadlines.

NONE

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

NONE

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See attached schedule				206,480
Total				▶ 3a 206,480
b <i>Approved for future payment</i>				
Total				▶ 3b 0

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule...

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. All amounts are 0.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All cells are empty.

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee: [Signature] Date: 5/14/12 Title: Director

May the IRS discuss this return with the preparer shown below (see instructions)? [] Yes [X] No

Paid Preparer Use Only section containing fields for Print/Type preparer's name, Preparer's signature (SELF-PREPARED RETURN), Date, PTIN, Firm's name, Firm's address, Firm's EIN, and Phone no.

Line 16b (990-PF) - Accounting Fees

		1,737	1,737	0	0
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Blues Breaker Services	1,195	1,195		
2	Kaufman Rossin	542	542		
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		367	367	367	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes	
1	Real estate tax not included in line 20	61	61			
2	Tax on investment income	306	306			
3	Income tax					
4						
5						
6						
7						
8						
9						
10						

Line 23 (990-PF) - Other Expenses

	Description	276 Revenue and Expenses per Books	276 Net Investment Income	Adjusted Net Income	0 Disbursements for Charitable Purposes
1	Fund Raising				
2	BANK SERVICE CHARGES	50	50		
3	LICENSES & FEES	61	61		
4	MANAGEMENT FEES	63	63		
5	OFFICE SUPPLIES	102	102		
6					
7					
8					
9					

Part II, Line 13 (990-PF) - Investments - Other

	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	AEOW 96 LLC Partnership Interest		6,264	6,253	6,253
2					
3					
4					
5					
6					
7					
8					
9					
10					

**BLANK CHARITABLE FOUNDATION
DONATION SUMMARY 2011**

Organization	Address	City State Zip	Foundation Status	Purpose of Grant	Amount
Abraham Fund	9 East 45th Street	New York, NY 10017	Public	Advancing Jewish-Arab coexistence and equality in Israel	10,000.00
Alonzo Mourning Charities, Inc	P O Box 330110	Coconut Grove, FL 33233	Public	Honey Shine Mentoring Program offers young girls bi-weekly workshops and a summer camp to promote higher education, self-esteem and warn about peer pressure	4,000.00
American Friends of Alyn Hospital	51 E 42nd St #308	New York, NY 10017	Public	Support Israel's premier rehabilitation center for physically disabled children, adolescents and young adults	100.00
American Heart Association (Meister Heart Heroes)	1101 Northchase Parkway	Marietta, GA 30067	Public	Provide funding for research, educational programs and advocacy efforts	250.00
Angel Alexander Diaz Foundation	P O Box 430785	Miami, FL 33243	Public	Dedicates itself to aiding the lives of children with heart disease	250.00
Anti-Defamation League	621 NW 53 St #450	Boca Raton, FL 33487	Public	The Anti-Defamation League (ADL) fights anti-Semitism and all forms of bigotry in the U S and abroad through information, education, legislation, and advocacy	5,000.00
Aspen Jewish Congregation	0077 Meadowood Drive	Aspen, CO 81611	Public	To provide and build a vital center for the Jewish community in Roaring Fork Valley, CO	1,000.00
Aspen Valley Medical Foundation	P O Box 1639 c/o South Miami Hospital Foundation	Aspen, CO 81612	Public	Aids Aspen Valley Hospital in providing health and human services	2,500.00
Baptist Health South Florida Foundation	6250 Sunset Drive, Suite 204	Miami, FL 33143-4805	Public	To improve the health and quality of life of all the members of the South Florida Community	5,000.00
Big Brothers and Big Sisters	701 SW 27th Ave., Suite 800	Miami, FL 33135-3026	Public	Mentoring relationships for children	9,300.00
Boys & Girls Club of Broward County, Florida	877 NW 61 Street	Fort Lauderdale, FL 33309	Public	To inspire and enable all young people, especially those from challenging circumstances	1,000.00
Cancer Support Community Greater Miami	8609 South Dixie Highway	Miami, FL 33143-7810	Public	Provides an evidence-based program of support and education for cancer patients and their families	2,500.00
Chabad Center of Kendall	8700 S W 112 Street	Miami, FL 33176	Public	To help all Jews regardless of their age, background or affiliation	10,000.00
Chabad Jewish Community Center	435 W Main St	Aspen, CO 81611	Public	Center provides educational, humanitarian and social activities for the Aspen Jewish community	500.00
Charlee Homes for Children	155 S Miami Avenue, Suite 700	Miami, FL 33130	Public	Provides foster care to abused, abandoned and neglected children in Miami-Dade County	2,500.00
Children's Bereavement Center	7600 S Red Road, Suite 307	South Miami, FL 33143	Public	Provides Loving support for children and their families in grief	5,000.00
Emerson College	120 Boylston Street	Boston, MA 02116-4624	Public	To assist the College in its efforts to provide Student Emergency Loans	2,400.00
Florida Poodle Rescue	P O Box 7336	St Petersburg, FL 33734	Public	Rescuing or receiving abandoned, abused and unwanted poodles and providing veterinary care and rehabilitation prior to placement in a new home	2,500.00
Friends of IDF	2040 NE 163rd Street, Suite 207	North Miami Beach, FL 33162	Public	Support for Israel Defense Forces soldiers	1,000.00
Greater Miami Hillel Foundation, Inc (aka UM - Hillel)	1100 Stanford Drive	Coral Gables, FL 33146	Public	Help students at University of Miami grow intellectually, spiritually and socially, supporting their own individual Jewish Journey	500.00
Greater Miami Jewish Federation	4200 Biscayne Blvd	Miami, FL 33137-3246	Public	To mobilize human and financial resources to care for those in need, strengthen Jewish life and advance the unity, values and shared purpose of the Jewish people in Miami, in Israel and around the world	50,000.00

**BLANK CHARITABLE FOUNDATION
DONATION SUMMARY 2011**

Organization	Address	City State Zip	Foundation Status	Purpose of Grant	Amount
Here's Help	15100 NW 27th Ave	Opa Locka, FL 33054	Public	Fight against drug abuse	1,000.00
Hope Center Foundation, Inc	2700 West 81st Street	Hialeah, FL 33016	Public	Provide residential and day training programs for individuals with developmental disabilities	5,000.00
Jewish Adoption and Foster Care Options, Inc	4200 N University Dr	Sunrise, FL 33351	Public	To provide services to abused and neglected children in South Florida	240.00
Miami Children's Hospital Foundation	3000 S W 62 nd Avenue	Miami, FL 33155	Public	Provide healthcare to children	100.00
MPOWER	142 Deer Valley Drive	New Castle, CO 81647	Public	To provide quality programs designed to empower young people	100.00
National Multiple Sclerosis Society	3701 W Commercial Blvd #127	Ft Lauderdale, FL 33309	Public	To mobilize people and resources to drive research for a cure and to address the challenges of everyone affected by MS	100.00
National Parkinson Foundation	1501 NW 9th Avenue	Miami, FL 33136-1494	Public	Improve quality of care for people with Parkinson's disease through research, education and outreach	5,000.00
Nativity Mission Center, Inc.	44 2nd Avenue	New York, NY 10003	Public	Breaking the cycle of poverty through education at 3 middle schools in New York City	5,000.00
Perkins School for the Blind	175 N Beacon St	Watertown, MA 02472	Public	Provides education and services for children and adults around the world who are blind, deafblind or visually impaired	1,000.00
Rocky Mountain Children's Resources (Wapiyapi)	910 16th St, Suite 226	Denver, CO 80202	Public	To Offer a community of hope to families affected by childhood cancer	200.00
Spondylitis Association of America	P O Box 5872	Sherman Oaks, CA 91413	Public	Increasing awareness of Spondylitis and the dissemination of public service announcements regarding spondylitis	1,000.00
Temple Beth Am	5950 N Kendall Drive	Miami, FL 33156	Public	Offers a multi-faceted program encompassing a variety of religious, educational, cultural, social and athletic programs that meet the dynamic needs of the community	890.00
Temple Judea	5500 Granada Blvd	Coral Gables, FL 33146	Public	Provides 'Jewish learning and living in Coral Gables'	5,000.00
The Murray Dranoff Foundation, Inc	3550 Biscayne Blvd, #702	Miami, FL 33137	Public	To introduce and showcase piano artists and their music to the widest possible audience	250.00
U of M - Athletic Department	P O Box 248073	Coral Gables, FL 33124-2932	Public	Endow Student Athletic scholarship fund	10,200.00
U of M - Diabetes Research Institute Foundation	200 South Park Road, Suite 100	Hollywood, FL 33021	Public	To find a cure for diabetes	1,000.00
U of M - Jay Weiss Center for Social Medicine And Health Equity	1550 NW 10 Avenue, Suite Fox 200	Miami, FL 33136	Public	To develop and support medical students and residents alike to practice medicine in underserved and impoverished areas	2,000.00
U of M - President's Council	Room 105 Alumni House Coral Gables Campus, Locator 3410	Coral Gables, FL 33146	Public	Endows Scholarships, fosters faculty research and activities, builds new facilities, improves information resources, and funds academic and athletic programs	5,000.00
U of M - Project Newborn	1550 Brescia Avenue R131, P O Box 016820	Miami, FL 33101-6820	Public	Funding research for neonatal care	6,000.00
U of M - School of Nursing	Room 210 Schwartz Ctr-Nursing Off Campus Location, Locator 3850	Coral Gables, FL 33124-3850	Public	Endows Scholarships, fosters faculty research and activities, builds new facilities, improves information resources, and funds academic programs	5,000.00
U of M - Sylvester Comprehensive Cancer Center	P O Box 248153 P O Box 016960 (M867)	Miami, FL 33101	Public	To fund Cancer Research at the University of Miami	4,600.00
United Way of Dade County	3250 S W 3rd Avenue	Miami, FL 33129-2712	Public	United Way is focused on improving education, income and health - the building blocks for a good life	25,000.00

**BLANK CHARITABLE FOUNDATION
DONATION SUMMARY 2011**

Organization	Address	City State Zip	Foundation Status	Purpose of Grant	Amount
WLRN	169 E Flagler St Suite 1400	Miami, FL 33131	Public	Public Radio and Television station that delivers information, entertainment and learning services to South Florida	5,000.00
WPBT	14901 NE 20th Avenue	Miami, FL 33181	Public	Public Television Station that delivers in-depth analysis of local and national issues, safe, educational viewing for children, and educational outreach initiatives to enrich South Florida's community	2,500.00
Total					206,480.00