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

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

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation <b>BERNSTEIN FAMILY FOUNDATION, INC.</b>		A Employer identification number <b>52-2068202</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>8 OXFORD AVENUE</b>		B Telephone number <b>(415) 380-0735</b>
City or town, state, and ZIP code <b>MILL VALLEY, CA 94941</b>		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) <b>\$ 2,016,134.</b>	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		4,566.	4,566.		STATEMENT 1
4 Dividends and interest from securities		73,612.	73,612.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		10,096.			
b Gross sales price for all assets on line 6a <b>573,888.</b>					
7 Capital gain net income (from Part IV, line 2)			10,096.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		3,557.	3,506.		STATEMENT 3
12 Total. Add lines 1 through 11		91,831.	91,780.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans and employee benefits					
16a Legal fees					
b Accounting fees		5,230.	0.		0.
c Other professional fees					
17 Interest					
18 Taxes		1,645.	0.		0.
19 Depreciation and depletion		764.	764.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		10,212.	10,212.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		17,851.	10,976.		0.
25 Contributions, gifts, grants paid		314,855.			314,855.
26 Total expenses and disbursements. Add lines 24 and 25		332,706.	10,976.		314,855.
27 Subtract line 26 from line 12		<240,875.>			
a Excess of revenue over expenses and disbursements			80,804.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	97,660.	76,966.	76,966.
	3 Accounts receivable ▶ 2,246.		2,246.	2,246.
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 7	2,192,669.	1,945,123.	1,894,497.
	c Investments - corporate bonds			
<b>Liabilities</b>	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	0.	30,694.	42,425.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ )			
	16 Total assets (to be completed by all filers)	2,290,329.	2,055,029.	2,016,134.
	17 Accounts payable and accrued expenses		5,575.	
	18 Grants payable			
<b>Net Assets or Fund Balances</b>	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 9 )	547.	547.	
	23 Total liabilities (add lines 17 through 22)	547.	6,122.	
<b>Foundations that follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/>	24 Unrestricted	2,289,782.	2,048,907.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	2,289,782.	2,048,907.	
31 Total liabilities and net assets/fund balances	2,290,329.	2,055,029.		

**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	2,289,782.
2 Enter amount from Part I, line 27a	2	<240,875.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,048,907.
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	2,048,907.

**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 SCHWAB - SEE STATEMENT ATTACHED	P	VARIOUS	VARIOUS
b SCHWAB - SEE STATEMENT ATTACHED	P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS			
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 75,884.		78,925.	<3,041.>
b 496,425.		484,867.	11,558.
c 1,579.			1,579.
d			
e			

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			<3,041.>
b			11,558.
c			1,579.
d			
e			

2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div> <div style="margin-left: 10px;">           2           <div style="border-bottom: 1px solid black; width: 100px;"></div>           10,096.         </div> </div>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;">           If gain, also enter in Part I, line 8            If (loss), enter -0- in Part I, line 8         </div> <div style="margin-left: 10px;">           3           <div style="border-bottom: 1px solid black; width: 100px;"></div>           N/A         </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 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	355,486.	2,450,405.	.145072
2009	250,040.	2,499,759.	.100026
2008	418,112.	3,045,035.	.137309
2007	329,824.	3,595,091.	.091743
2006	316,957.	3,591,905.	.088242

2 Total of line 1, column (d)	2	.562392
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.112478
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,200,653.
5 Multiply line 4 by line 3	5	247,525.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	808.
7 Add lines 5 and 6	7	248,333.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	314,855.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	808.
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	808.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	808.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,390.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,390.	
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	1,582.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/> 1,582. Refunded <input type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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 <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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?		
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) <input checked="" type="checkbox"/> MD		
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

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	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 ► FRANK, RIMERMAN & CO LLP Telephone no ► (650) 845-8100 Located at ► 1801 PAGE MILL ROAD, PALO ALTO, CA ZIP+4 ► 94304			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	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	N/A	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?		1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		4b
		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ 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)?

N/A

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?

N/A

☐ 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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?

N/A

7b

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

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

(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). If none, enter "NONE."

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

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

0

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

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b> Average monthly fair market value of securities	<b>1a</b>	2,151,168.
<b>b</b> Average of monthly cash balances	<b>1b</b>	82,997.
<b>c</b> Fair market value of all other assets	<b>1c</b>	
<b>d</b> Total (add lines 1a, b, and c)	<b>1d</b>	2,234,165.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b> Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b> Subtract line 2 from line 1d	<b>3</b>	2,234,165.
<b>4</b> Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	33,512.
<b>5</b> Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	2,200,653.
<b>6</b> Minimum investment return. Enter 5% of line 5	<b>6</b>	110,033.

**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)

<b>1</b> Minimum investment return from Part X, line 6		<b>1</b>	110,033.
<b>2a</b> Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	808.	
<b>b</b> Income tax for 2011 (This does not include the tax from Part VI)	<b>2b</b>		
<b>c</b> Add lines 2a and 2b		<b>2c</b>	808.
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1		<b>3</b>	109,225.
<b>4</b> Recoveries of amounts treated as qualifying distributions		<b>4</b>	0.
<b>5</b> Add lines 3 and 4		<b>5</b>	109,225.
<b>6</b> Deduction from distributable amount (see instructions)		<b>6</b>	0.
<b>7</b> Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		<b>7</b>	109,225.

**Part XII** Qualifying Distributions (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b> Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	314,855.
<b>b</b> Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b> Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b> Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b> Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	314,855.
<b>5</b> Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	808.
<b>6</b> Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	314,047.

**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.

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**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				109,225.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006	141,588.			
b From 2007	156,521.			
c From 2008	268,036.			
d From 2009	126,772.			
e From 2010	234,994.			
f Total of lines 3a through e	927,911.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$	314,855.			
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				109,225.
e Remaining amount distributed out of corpus	205,630.			
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:	1,133,541.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	141,588.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	991,953.			
10 Analysis of line 9				
a Excess from 2007	156,521.			
b Excess from 2008	268,036.			
c Excess from 2009	126,772.			
d Excess from 2010	234,994.			
e Excess from 2011	205,630.			



**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
<b>a Paid during the year</b>				
SEE STATEMENT ATTACHED				314,855.
<b>Total</b>			<b>3a</b>	314,855.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>3b</b>	0.

**Part XVI-A      Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
<b>1</b> Program service revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments					
<b>3</b> Interest on savings and temporary cash investments			14	4,566.	
<b>4</b> Dividends and interest from securities			14	73,612.	
<b>5</b> Net rental income or (loss) from real estate:					
<b>a</b> Debt-financed property					
<b>b</b> Not debt-financed property					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income			14	3,506.	51.
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	10,096.	
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory					
<b>11</b> Other revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal. Add columns (b), (d), and (e)		0.		91,780.	51.
<b>13</b> Total. Add line 12, columns (b), (d), and (e)				91,831.	

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]

## Part XVII

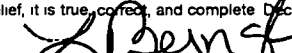
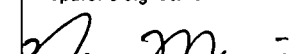
**Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

- |          |  | Yes   | No |
|----------|--|-------|----|
| <b>1</b> | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?  |       |    |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of  |       |    |
|          | (1) Cash   | 1a(1) | X  |
|          | (2) Other assets   | 1a(2) | X  |
| <b>b</b> | Other transactions   |       |    |
|          | (1) Sales of assets to a noncharitable exempt organization   | 1b(1) | X  |
|          | (2) Purchases of assets from a noncharitable exempt organization   | 1b(2) | X  |
|          | (3) Rental of facilities, equipment, or other assets   | 1b(3) | X  |
|          | (4) Reimbursement arrangements   | 1b(4) | X  |
|          | (5) Loans or loan guarantees   | 1b(5) | X  |
|          | (6) Performance of services or membership or fundraising solicitations   | 1b(6) | X  |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   | 1c    | X  |
| <b>d</b> | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. |       |    |

[illegible]

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

- | b If "Yes," complete the following schedule |                          |                                 |
|---|--------------------------|---------------------------------|
| (a) Name of organization                    | (b) Type of organization | (c) Description of relationship |
| N/A   |                          |                                 |
|   |                          |                                 |
|   |                          |                                 |
|   |                          |                                 |
|   |                          |                                 |

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	 Signature of officer or trustee		Date <u>8/8/12</u>		Title		
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check <input type="checkbox"/> if self-employed	PTIN
	NANCY L. MORIARTY				8/2/12		P00077306
	Firm's name ▶ FRANK, RIMERMAN & CO. LLP					Firm's EIN ▶ 94-1341042	
	Firm's address ▶ 1801 PAGE MILL ROAD PALO ALTO, CA 94304					Phone no (650) 845-8100	

Form **990-PF** (2011)

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FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

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SOURCE	AMOUNT
BB&T	7.
CHARLES SCHWAB	3,500.
SANDRIDGE MISSISSIPPIAN TRUST I K-1	825.
SANDRIDGE PERMIAN TRUST K-1	234.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	4,566.

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FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB	75,191.	1,579.	73,612.
TOTAL TO FM 990-PF, PART I, LN 4	75,191.	1,579.	73,612.

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FORM 990-PF OTHER INCOME STATEMENT 3

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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	1,935.	1,935.	
SANDRIDGE PERMIAN TRUST K-1: ROYALTY INCOME	211.	211.	
SANDRIDGE PERMIAN TRUST K-1: OTHER INCOME	<32.>	<32.>	
NON-DIVIDEND DISTRIBUTION	51.	0.	
SANDRIDGE MISSISSIPPIAN TRUST I K-1: ROYALTY INCOME	1,171.	1,171.	
SANDRIDGE MISSISSIPPIAN TRUST I K-1: OTHER INCOME	221.	221.	
TOTAL TO FORM 990-PF, PART I, LINE 11	3,557.	3,506.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	5,230.	0.		0.	
TO FORM 990-PF, PG 1, LN 16B	5,230.	0.		0.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX	145.	0.		0.	
FEDERAL TAXES	1,500.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	1,645.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK CHARGE	157.	157.		0.	
MANAGEMENT FEES	9,943.	9,943.		0.	
PORTFOLIO DEDUCTIONS FROM K-1	24.	24.		0.	
ROYALTY DEDUCTIONS FROM K-1	88.	88.		0.	
TO FORM 990-PF, PG 1, LN 23	10,212.	10,212.		0.	



FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHWAB	1,945,123.	1,894,497.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,945,123.	1,894,497.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SANDRIDGE PERMIAN TRUST K-1	COST	8,867.	11,375.
SANDRIDGE MISSISSIPPIAN TRUST I K-1	COST	21,827.	31,050.
TOTAL TO FORM 990-PF, PART II, LINE 13		30,694.	42,425.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	9
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
MISCELLANEOUS DEPOSIT	547.	547.
TOTAL TO FORM 990-PF, PART II, LINE 22	547.	547.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DAVID BERNSTEIN 2403 STILL FOREST ROAD BALTIMORE, MD 21208	PRESIDENT 0.50	0.	0.	0.
LAUREL BERNSTEIN 8 OXFORD AVENUE MILL VALLEY, CA 94941	VICE PRESIDENT 1.00	0.	0.	0.
CAROLYN BERNSTEIN 530 N. UNION BLVD. APT. 608 ST LOUIS, MO 63108	VICE PRESIDENT 0.50	0.	0.	0.
JEFFREY BERNSTEIN 503 ARLINGTON ROAD REDWOOD CITY, CA 94062	VICE PRESIDENT 0.50	0.	0.	0.
PATRICIA BERNSTEIN 2403 STILL FOREST ROAD BALTIMORE, MD 21208	SECRETARY TREASURER 0.50	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

**BERNSTEIN FAMILY FOUNDATION**

**EIN: 52-2068202**

**SCHEDULE OF DONATIONS**

**12/31/2011**

Clearing Date	Check #	Organization	Donation Amount
03/02/11	1644	Stocks in the Future	\$ 75,000
04/26/11	1510	New City Schools	2,730
05/10/11	1600	Baltimore Curriculum Project	250
05/10/11	1602	Berman Institute of BioEthics	500
07/22/11	1604	Woodrow Wilson Intl Center	5,000
08/11/11	1605	Childrens Guild	100
09/22/11	1607	Unknown	300
10/14/11	1511	St Louis Internship Program	750
10/14/11	1512	Central Reform Congregation	2,000
11/20/11	1539	Marin Humane Society	500
11/20/11	1532	Ella Baker Center	1,000
11/20/11	1533	KQED	1,000
11/20/11	1534	Go Campaign	3,000
11/20/11	1535	Doctors Without Borders	12,000
11/20/11	1538	Heifer International	500
11/20/11	1537	Habitat for Humanity	2,000
11/20/11	1536	Womens Initiative	2,500
11/20/11	1531	Room to Read	5,000
12/08/11	1618	Beth Tfiloh Congregation	15,000
12/09/11	1620	The Associated	150,000
12/18/11	1606	Teach for America	2,000
12/18/11	1609	New City Schools	1,000
12/18/11	1610	Maryland Science Center	1,000
12/18/11	1611	Everyman Theater	2,000
12/18/11	1603	House of Ruth	500
12/18/11	1612	WYPR	500
12/18/11	1613	Innterim Housing	500
12/18/11	1614	Baltimore Community Foundation	500
12/18/11	1615	Dyslexia Tutoring	250
12/18/11	1617	Baltimore Child Abuse Center	2,000
12/18/11	1619	Camp Puh Tok	5,000
12/21/11	1576	Civic Leadership Fund	500
12/21/11	1575	Gleneagles Cancer Research	75
12/21/11	1516	St Louis Crisis Nursery	5,000
12/21/11	1513	Lift for Life Academy	1,000
12/21/11	1519	St Louis Humane Society	1,000
12/21/11	1518	St Louis Zoo	500
12/21/11	1520	Stray Rescue of St Louis	1,000
12/21/11	1514	Forest Park Forever	1,000
12/21/11	1517	New City Schools	3,400
12/21/11	1515	World Pediatric Project	1,000
12/21/11	1577	Ronald McDonald House	500
12/26/11		Compass Family Service	750
12/26/11	1555	Ecumenical Hunger program	1,000
12/26/11	1552	Friends Nursery School	2,000
12/26/11		Girls for a Change	750
12/26/11		People's Grocery	1,000
			<b>314,855</b>



**Realized Gains and Losses**  
Fiscal Year Ending 12/31/2011

Bernstein Family Foundation Acct # 71118106  
2403 Still Forest Rd  
Baltimore, MD 21208

**Realized Gains and Losses**

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Eaton Vance Floating Rate Fund	02/03/2011	08/18/2011	2,753 304	23,788 55	25,000 00	-1,211 45		-1,211 45
Fed Natl Mtg 7%13 Due 6/25/13 Factor	01/11/2005	01/25/2011	1,000 000	3,412 24	2,246 13		1,166 11	1,166 11
Fed Natl Mtg 7%13 Due 6/25/13 Factor	01/11/2005	02/25/2011	1,000 000	3,432 17	2,246 13		1,186 04	1,186 04
Fed Natl Mtg 7%13 Due 6/25/13 Factor	01/11/2005	09/26/2011	1,000 000	3,574 98	2,246 13		1,328 85	1,328 85
			3,000 000	10,419 39	6,738 39		3,681 00	3,681 00
Gen Elec Cap 5% to 05/09 Step Up	09/14/2005	11/09/2011	50,000 000	50,000 00	49,650 00		350 00	350 00
Harbor Bond Fund	07/30/2009	01/13/2011	2,057 613	24,970 00	24,771 35		198 65	198 65
Harbor Bond Fund	07/30/2009	11/28/2011	3,067 353	36,946 82	36,933 83		12 99	12 99
Harbor Bond Fund	09/29/2009	11/28/2011	490 235	5,904 97	5,902 89		2 08	2 08
Harbor Bond Fund	10/23/2009	11/28/2011	2,666 478	32,118 21	32,106 92		11 29	11 29
			6,224 066	74,970 00	74,943 64		26 36	26 36
			8,281 679	99,940 00	99,714 99		225 01	225 01
Loomis Sayles Bond	02/12/2009	11/22/2011	4,238 350	58,897 05	56,533 14		2,363 91	2,363 91
Loomis Sayles Bond	02/24/2009	11/22/2011	110 672	1,537 92	1,476 20		61 72	61 72
Loomis Sayles Bond	03/24/2009	11/22/2011	120 138	1,669 47	1,602 46		67 01	67 01
Loomis Sayles Bond	04/28/2009	11/22/2011	104 061	1,446 06	1,388 02		58 04	58 04
Loomis Sayles Bond	05/27/2009	11/22/2011	104 339	1,449 92	1,391 72		58 20	58 20
Loomis Sayles Bond	06/23/2009	11/22/2011	100 769	1,400 31	1,344 11		56 20	56 20
Loomis Sayles Bond	07/28/2009	11/22/2011	105 523	1,466 37	1,407 52		58 85	58 85
Loomis Sayles Bond	08/25/2009	11/22/2011	109 657	1,523 82	1,462 66		61 16	61 16
Loomis Sayles Bond	09/22/2009	11/22/2011	95 432	1,326 14	1,272 92		53 22	53 22
Loomis Sayles Bond	10/27/2009	11/22/2011	102 017	1,417 66	1,360 75		56 91	56 91

**Realized Gains and Losses**  
Fiscal Year Ending 12/31/2011

Bernstein Family Foundation Acct # 71118106

**Realized Gains and Losses**

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Loomis Sayles Bond	11/24/2009	11/22/2011	80 200	1,114 48	1,069 75		44 73	44 73
Loomis Sayles Bond	12/11/2009	11/22/2011	77 263	1,073 67	1,030 57		43 10	43 10
Loomis Sayles Bond	01/26/2010	11/22/2011	83 397	1,158 91	1,112 39		46 52	46 52
Loomis Sayles Bond	02/23/2010	11/22/2011	77 359	1,075 00	1,031 85		43 15	43 15
Loomis Sayles Bond	03/23/2010	11/22/2011	76 472	1,062 67	1,020 02		42 65	42 65
Loomis Sayles Bond	04/27/2010	11/22/2011	83 166	1,155 70	1,109 31		46 39	46 39
Loomis Sayles Bond	05/26/2010	11/22/2011	27 772	385 93	370 44		15 49	15 49
Loomis Sayles Bond	06/22/2010	11/22/2011	27 017	375 44	360 37		15 07	15 07
Loomis Sayles Bond	07/27/2010	11/22/2011	30 004	416 95	400 21		16 74	16 74
Loomis Sayles Bond	08/24/2010	11/22/2011	27 044	375 81	360 73		15 08	15 08
Loomis Sayles Bond	09/21/2010	11/22/2011	27 017	375 44	360 37		15 07	15 07
Loomis Sayles Bond	10/26/2010	11/22/2011	25 946	360 55	346 08		14 47	14 47
Loomis Sayles Bond	11/23/2010	11/22/2011	26 887	373 63	358 63	15 00		15 00
Loomis Sayles Bond	12/09/2010	11/22/2011	39 361	546 97	525 02	21 95		21 95
Loomis Sayles Bond	01/25/2011	11/22/2011	26 672	370 64	355 76	14 88		14 88
Loomis Sayles Bond	02/03/2011	11/22/2011	1,731 623	24,063 04	23,097 22	965 82		965 82
Loomis Sayles Bond	02/22/2011	11/22/2011	33 501	465 53	446 85	18 68		18 68
Loomis Sayles Bond	03/22/2011	11/22/2011	35 010	486 51	466 98	19 53		19 53
Loomis Sayles Bond	04/26/2011	11/22/2011	32 247	448 11	430 13	17 98		17 98
Loomis Sayles Bond	05/24/2011	11/22/2011	34 310	476 78	457 64	19 14		19 14
Loomis Sayles Bond	06/21/2011	11/22/2011	32 644	453 63	435 42	18 21		18 21
Loomis Sayles Bond	07/26/2011	11/22/2011	33 031	459 01	440 58	18 43		18 43
Loomis Sayles Bond	08/23/2011	11/22/2011	35 920	499 15	479 12	20 03		20 03
Loomis Sayles Bond	09/20/2011	11/22/2011	33 093	459 87	441 41	18 46		18 46
Loomis Sayles Bond	10/25/2011	11/22/2011	34 865	484 49	465 05	19 44		19 44
			7,962 779	110,652 63	106,211 40	1,187 55	3,253 68	4,441 23
Loomis Sayles Bond	11/22/2011	11/23/2011	39 355	542 31	524 94	17 37		17 37
			8,002 134	111,194 94	106,736 34	1,204 92	3,253 68	4,458 60
Northeast Investors Tr	02/03/2011	11/22/2011	3,913 793	21,965 52	25,000 00	-3,034 48		-3,034 48
Victory Income Fund	12/19/2008	02/03/2011	8,540 324	98,640 74	98,969 41		-328 67	-328 67
Victory Income Fund	02/12/2009	02/03/2011	117 685	1,359 26	1,363 79		-4 53	-4 53
			8,658 009	100,000 00	100,333 20		-333 20	-333 20

**Realized Gains and Losses**  
Fiscal Year Ending 12/31/2011

Bernstein Family Foundation Acct # 71118106

**Realized Gains and Losses**

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>	<u>Total Gains</u>
Victory Income Fund	02/12/2009	02/28/2011	2,599 653	30,000 00	30,126 04		-126 04	-126 04
Victory Income Fund	02/12/2009	03/22/2011	4,321 521	50,000 00	50,079 88		-79 88	-79 88
			<u>15,579 183</u>	<u>180,000 00</u>	<u>180,539 12</u>		<u>-539 12</u>	<u>-539 12</u>
Weitz Short Intermediate	03/24/2009	05/04/2011	633 870	7,923 38	7,438 75		484 63	484 63
Weitz Short Intermediate	05/21/2009	05/04/2011	5,366 130	67,076 62	62,973 97		4,102 65	4,102 65
			<u>6,000 000</u>	<u>75,000 00</u>	<u>70,412 72</u>		<u>4,587 28</u>	<u>4,587 28</u>
Short Term Gains				75,883 74	78,924 75	-3,041 01		
Total Long Gains				496,424 66	484,866 81		11,557 85	
Total (Sales)				572,308 40	563,791 56	-3,041 01	11,557 85	8,516 84

# 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](http://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.

Type or print  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	BERNSTEIN FAMILY FOUNDATION, INC.	<input checked="" type="checkbox"/> 52-2068202
	Number, street, and room or suite no. If a P.O. box, see instructions. 8 OXFORD AVENUE	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MILL VALLEY, CA 94941	

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

**FRANK, RIMERMAN & CO LLP**

- The books are in the care of ► **1801 PAGE MILL ROAD - PALO ALTO, CA 94304**

Telephone No. ► **(650) 845-8100**

FAX No. ► **(650) 494-1975**

- 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 **AUGUST 15, 2012**, 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 , and ending

**Frank, Rimerman & Co. LLP 94-1341042**

**1801 Page Mill Road**

**Palo Alto, CA 94304**

**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

<b>3a</b> 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.	<b>3a</b>	\$	<b>5,390.</b>
<b>b</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.	<b>3b</b>	\$	<b>5,390.</b>
<b>c</b> <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	<b>0.</b>

**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

**LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.**

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