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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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

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

Name of foundation ROSENSTEIN FAMILY CHARITABLE FOUNDATION INC		A Employer identification number 61-1316211
Number and street (or P O box number if mail is not delivered to street address) C/O IRVING ROSENSTEIN 343 WALLER AVENUE	Room/suite	B Telephone number (see page 10 of the instructions) (859) 225-8800
City or town, state, and ZIP code LEXINGTON, KY 40504		C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,245,721	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) <u> </u> (Part I, column (d) must be on cash basis.)	

Part I		Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)		51,885			
	2	Check ☒ if the foundation is not required to attach Sch B					
	3	Interest on savings and temporary cash investments		1,338	1,338		
	4	Dividends and interest from securities.		27,618	26,014		
	5a	Gross rents					
	b	Net rental income or (loss) _____					
	6a	Net gain or (loss) from sale of assets not on line 10		51,009			
	b	Gross sales price for all assets on line 6a _____ 1,353,886					
	7	Capital gain net income (from Part IV , line 2)			51,009		
	8	Net short-term capital gain					
	9	Income modifications					
	10a	Gross sales less returns and allowances					
	b	Less Cost of goods sold					
c	Gross profit or (loss) (attach schedule)						
11	Other income (attach schedule)						
12	Total. Add lines 1 through 11		131,850	78,361			
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc		0	0		0
	14	Other employee salaries and wages					
	15	Pension plans, employee benefits					
	16a	Legal fees (attach schedule)					
	b	Accounting fees (attach schedule)					
	c	Other professional fees (attach schedule)					
	17	Interest					
	18	Taxes (attach schedule) (see page 14 of the instructions)		262	262		0
	19	Depreciation (attach schedule) and depletion					
	20	Occupancy					
	21	Travel, conferences, and meetings					
	22	Printing and publications					
	23	Other expenses (attach schedule)		6,783	6,759		0
	24	Total operating and administrative expenses.					
		Add lines 13 through 23		7,045	7,021		0
25	Contributions, gifts, grants paid		65,374			65,374	
26	Total expenses and disbursements. Add lines 24 and 25		72,419	7,021		65,374	
	27	Subtract line 26 from line 12					
	a	Excess of revenue over expenses and disbursements		59,431			
	b	Net investment income (if negative, enter -0-)			71,340		
	c	Adjusted net income (if negative, enter -0-)					

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	261,121	
	2	Savings and temporary cash investments	228,983	48,729
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		
	5	Grants receivable		
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)		
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____		
	8	Inventories for sale or use		
	9	Prepaid expenses and deferred charges		
	10a	Investments—U S and state government obligations (attach schedule)		
	b	Investments—corporate stock (attach schedule)	864,176	1,364,982
	c	Investments—corporate bonds (attach schedule).		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____		
	12	Investments—mortgage loans		
	13	Investments—other (attach schedule)		
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____		
Liabilities	15	Other assets (describe ▶ _____)		
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,354,280	1,413,711
	17	Accounts payable and accrued expenses		
	18	Grants payable		
	19	Deferred revenue		
	20	Loans from officers, directors, trustees, and other disqualified persons		
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule)		
	22	Other liabilities (describe ▶ _____)		
	23	Total liabilities (add lines 17 through 22)	0	0
		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.		
	24	Unrestricted		
	25	Temporarily restricted		
	26	Permanently restricted		
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.		
	27	Capital stock, trust principal, or current funds	0	0
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0
	29	Retained earnings, accumulated income, endowment, or other funds	1,354,280	1,413,711
	30	Total net assets or fund balances (see page 17 of the instructions)	1,354,280	1,413,711
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,354,280	1,413,711

Part III

Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	1,354,280
2	Enter amount from Part I, line 27a	2	59,431
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	1,413,711
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	1,413,711

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	51,009
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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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 page 18 of 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	68,086	1,333,717	0 051050
2009	64,818	1,209,537	0 053589
2008	55,797	1,334,215	0 041820
2007	62,485	893,501	0 069933
2006	60,000	873,017	0 068727

2	Total of line 1, column (d).	2	0 285119
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 057024
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	1,257,879
5	Multiply line 4 by line 3.	5	71,729
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	713
7	Add lines 5 and 6.	7	72,442
8	Enter qualifying distributions from Part XII, line 4.	8	65,374

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 on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	1,427
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	1,427
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	1,427
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	153	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	1,600	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments. Add lines 6a through 6d.		7	1,753
8		Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.		8	5
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	321
11		Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 321	Refunded ☐	11	0

Part VII-AStatements Regarding Activities

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?		Yes	No
		1a		No
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)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
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	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☐ KY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
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 on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 	10	Yes	

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address  N/A	13	Yes	
14	The books are in care of  IRVING ROSENSTEIN Telephone no  (859) 225-8800 Located at  343 WALLER AVENUE LEXINGTON KY ZIP +4  40204			
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?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country 				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

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 page 22 of the 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,198,229
b	Average of monthly cash balances.	1b	78,806
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,277,035
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	1,277,035
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	19,156
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,257,879
6	Minimum investment return. Enter 5% of line 5.	6	62,894

Part XI

Distributable Amount (see page 25 of the 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	62,894
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	1,427
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,427
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	61,467
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	61,467
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	61,467

Part XII

Qualifying Distributions (see page 25 of the 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	65,374
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	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	65,374
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 page 26 of the instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	65,374
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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				61,467
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			0	
b Total for prior years 20__, 20__, 20__		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				22,054
b From 2007.				19,467
c From 2008.				
d From 2009.				4,868
e From 2010.				1,807
f Total of lines 3a through e.	48,196			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 65,374				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount.				61,467
e Remaining amount distributed out of corpus	3,907			
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	52,103			
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 page 27 of the instructions . . .		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	22,054			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.	30,049			
10 Analysis of line 9				
a Excess from 2007. . . .				19,467
b Excess from 2008. . . .				
c Excess from 2009. . . .				4,868
d Excess from 2010. . . .				1,807
e Excess from 2011. . . .				3,907

Part XIV

Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the 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))

See Additional Data Table

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	65,374
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments			14	1,338	
4	Dividends and interest from securities. . . .			14	27,618	
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory					51,009
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .		0		28,956	51,009
13	Total. Add line 12, columns (b), (d), and (e).			13		79,965

[illegible]

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

[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

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 or fiduciary) is based on all information of which preparer has any knowledge						
	*****		2012-07-16	*****			
	Signature of officer or trustee		Date	Title			
	Paid Preparer's Use Only	Preparer's Signature	JERRY SOLZMAN CPA	Date	Check if self-employed ☒	PTIN	P00050725
		Firm's name	WELENKEN CPAS	Firm's EIN 61-0484308		Phone no (502) 585-3251	
730 WEST MARKET STREET							
Firm's address	LOUISVILLE, KY 402022757						

May the IRS discuss this return with the preparer shown above? See instructions ☐ Yes ☐ No

Additional Data

Software ID:
Software Version:
EIN: 61-1316211
Name: ROSENSTEIN FAMILY CHARITABLE FOUNDATION INC

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
SUCCESSFACTORS INC COM C/A EFF 02/22/2012 - 1 OLD / USD 40 00 P/S	P	2011-07-15	2011-12-16
SUCCESSFACTORS INC COM C/A EFF 02/22/2012 - 1 OLD / USD 40 00 P/S	P	2011-07-21	2011-12-16
AFLAC INC COM	P	2005-12-05	2011-07-15
AFLAC INC COM	P	2010-12-23	2011-07-15
BRISTOL MYERS SQUIBB CO COM	P	2001-12-20	2011-07-15
DOW CHEM CO	P	1997-12-10	2011-07-15
DOW CHEM CO	P	1998-01-23	2011-07-15
DOW CHEM CO	P	2004-11-18	2011-07-15
DOW CHEM CO	P	2004-11-18	2011-07-15
GENCO SHIPPING & TRADING LTD SHS ISIN#MHY2685T1073	P	2008-09-10	2011-07-15
GENCO SHIPPING & TRADING LTD SHS ISIN#MHY2685T1073	P	2008-10-14	2011-07-15
GENCO SHIPPING & TRADING LTD SHS ISIN#MHY2685T1073	P	2008-10-14	2011-07-15
JP MORGAN CHASE & CO COM ISIN#US46625H1005	P	2004-11-18	2011-07-21
JP MORGAN CHASE & CO COM ISIN#US46625H1005	P	2004-11-18	2011-07-21
JP MORGAN CHASE & CO COM ISIN#US46625H1005	P	2005-12-21	2011-07-21
JP MORGAN CHASE & CO COM ISIN#US46625H1005	P	2001-12-17	2011-07-15
JP MORGAN CHASE & CO COM ISIN#US46625H1005	P	2004-11-18	2011-07-15
JP MORGAN CHASE & CO COM ISIN#US46625H1005	P	2004-11-18	2011-07-15
NUVASIVE INC COM ISIN#US6707041058	P	2007-12-26	2011-07-15
PEPSICO INC COM	P	2005-12-08	2011-07-15
PEPSICO INC COM	P	2006-12-20	2011-07-15
PRAXAIR INC	P	2009-12-29	2011-07-21
PRAXAIR INC	P	1997-12-10	2011-07-15
PRAXAIR INC	P	2004-11-18	2011-07-15
PRAXAIR INC	P	2005-12-07	2011-07-15
PRAXAIR INC	P	2006-12-19	2011-07-15
STEEL DYNAMICS INC COM	P	2006-12-19	2011-07-15
STEEL DYNAMICS INC COM	P	2006-12-20	2011-07-15
STEEL DYNAMICS INC COM	P	2006-12-26	2011-07-15
STEEL DYNAMICS INC COM	P	2007-11-15	2011-07-15

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STEEL DYNAMICS INC COM	P	2007-12-26	2011-07-15
ZIMMER HLDGS INC COM	P	2003-12-24	2011-07-15
ZIMMER HLDGS INC COM	P	2009-12-30	2011-07-15
CURRENCYSHARES MEXICAN PESO TR MEXICAN PESO SHS	P	2011-04-13	2011-04-28
PETROHAWK ENERGY CORP C/A EFF 8/25/11 1 OLD/USD 38 75 P/S	P	2011-02-16	2011-07-15
POLO RALPH LAUREN CORP N/C EFF 8/15/11 1 OLD/1 NEW CU 751212101 RALPH LAUREN	P	2011-02-16	2011-02-24
SUCCESSFACTORS INC COM C/A EFF 02/22/2012 - 1 OLD / USD 40 00 P/S	P	2011-06-17	2011-09-12
SUCCESSFACTORS INC COM C/A EFF 02/22/2012 - 1 OLD / USD 40 00 P/S	P	2011-07-22	2011-09-12
JPMORGAN CHASE & CO ALERIAN MLP INDEX ETN BASED ON WAP (LEVEL OF INDEX)	P	2011-07-21	2011-11-09
BANK AMER CORP COM	P	2011-02-16	2011-07-21
GLOBAL X FDS GLOBAL X COPPER MINERS ETF	P	2011-03-30	2011-08-03
GLOBAL X FDS GLOBAL X COPPER MINERS ETF	P	2011-07-22	2011-08-03
CVS CAREMARK CORP	P	2011-02-16	2011-11-09
CYTEC INDS INC COM	P	2011-02-16	2011-11-09
WISDOMTREE TR JAPAN SMALLCAP DIVID FD	P	2011-07-07	2011-09-15
WISDOMTREE TR JAPAN SMALLCAP DIVID FD	P	2011-07-22	2011-09-15
QUEST DIAGNOSTICS INC COM	P	2011-03-29	2011-11-09
WISDOMTREE TR INTL LARGE CAP DIVID FD	P	2011-02-16	2011-05-05
WISDOMTREE TR JAPAN HEDGED EQUITY FD	P	2011-02-16	2011-03-28
EDISON INTERNATIONAL	P	2011-10-11	2011-11-09
WISDOMTREE TR EMERGING MKTS LOC DEBT FD	P	2011-02-16	2011-09-28
WISDOMTREE TR EMERGING MKTS LOC DEBT FD	P	2011-07-22	2011-09-28
ENSCO PLC SPONSORED ADR ISIN#US29358Q1094	P	2011-03-09	2011-11-09
ISHARES INC MSCI BRAZIL FREE INDEX FD	P	2011-02-16	2011-05-05
ISHARES INC MSCI EMU INDEX FD	P	2011-02-16	2011-11-09
ISHARES INC MSCI EMU INDEX FD	P	2011-02-16	2011-07-13
ISHARES INC MSCI EMU INDEX FD	P	2011-02-16	2011-03-18
ISHARES INC MSCI EMU INDEX FD	P	2011-02-16	2011-03-14
CURRENCYSHARES AUSTRALIAN DLR TR AUSTRALIAN DOLLAR SHS	P	2011-05-11	2011-07-13
CURRENCYSHARES AUSTRALIAN DLR TR AUSTRALIAN DOLLAR SHS	P	2011-02-16	2011-06-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CURRENCYSHARES AUSTRILIAN DLR TR AUSTRALIAN DOLLAR SHS	P	2011-05-11	2011-06-20
CURRENCYSHARES AUSTRILIAN DLR TR AUSTRALIAN DOLLAR SHS	P	2011-02-16	2011-06-17
CURRENCYSHARES CDN DLR TR CDN DOLLAR SHS	P	2011-02-16	2011-04-21
CURRENCYSHARES SWEDISH KRONA TR SWEDISH KRONA SHS	P	2011-05-11	2011-09-08
CURRENCYSHARES SWEDISH KRONA TR SWEDISH KRONA SHS	P	2011-07-22	2011-09-08
CURRENCYSHARES SWEDISH KRONA TR SWEDISH KRONA SHS	P	2011-05-11	2011-06-20
CURRENCYSHARES SWEDISH KRONA TR SWEDISH KRONA SHS	P	2011-05-11	2011-06-17
GUESS INC COM	P	2011-02-16	2011-02-24
SPDR INDEX SHS FDS S&P CHINA ETF	P	2011-02-16	2011-03-18
HESS CORP COM	P	2011-04-28	2011-11-09
HEALTH MANAGEMENT ASSOCIATES INC CL A	P	2011-02-16	2011-04-06
HARSCO CORP	P	2011-02-16	2011-06-14
PIMCO ETF TR 0-5 YR HIGH YIELD CORP BD INDEX FD	P	2011-07-13	2011-08-11
PIMCO ETF TR 0-5 YR HIGH YIELD CORP BD INDEX FD	P	2011-07-22	2011-08-11
ISHARES TR BARCLAYS 7-10 YR TREAS BD FD	P	2011-02-16	2011-03-28
ISHARES TR BARCLAYS 3-7 YR TREAS BD FD	P	2011-02-16	2011-09-07
ISHARES TR BARCLAYS 3-7 YR TREAS BD FD	P	2011-02-16	2011-03-28
INTERNATIONAL GAME TECHNOLOGY COM	P	2011-02-16	2011-11-09
ISHARES TR S&P GSSI SOFTWARE INDEX FD	P	2011-02-22	2011-08-24
INTEL CORP COM	P	2011-02-16	2011-11-09
SPDR INDEX SHS FDS SPDR S&P INTL TECHNOLOGY SECTOR	P	2011-02-16	2011-11-09
SPDR INDEX SHS FDS SPDR S&P INTL TECHNOLOGY SECTOR	P	2011-07-22	2011-11-09
INGERSOLL RAND PLC SHS ISIN#IE00B6330302	P	2011-02-16	2011-10-21
INGERSOLL RAND PLC SHS ISIN#IE00B6330302	P	2011-07-22	2011-10-21
BARCLAYS BK PLC IPATH DOW JONES UBS COPPER TOTAL RETURN SUB INDEX ETN	P	2011-02-16	2011-02-22
BARCLAYS BK PLC ETN LKD TO DOW JONES UBS INDL METALS TOT RETURN SUB INDEX	P	2011-02-16	2011-08-03
BARCLAYS BK PLC ETN LKD TO DOW JONES UBS INDL METALS TOT RETURN SUB INDEX	P	2011-03-18	2011-08-03
BARCLAYS BK PLC ETN LKD TO DOW JONES UBS INDL METALS TOT RETURN SUB INDEX	P	2011-07-22	2011-08-03
BARCLAYS BK PLC ETN LKD TO DOW JONES UBS INDL METALS TOT RETURN SUB INDEX	P	2011-07-22	2011-08-03
MCDONALDS CORP	P	2011-02-16	2011-11-09

Form 990PF Part IV – Capital Gains and Losses for Tax on Investment Income – Columns a – d

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ORACLE CORP COM	P	2011-06-17	2011-11-09
POWERSHARES EXCHANGE-TRADED FD TR II GLOBAL AGRICULTURE PORT	P	2011-02-16	2011-02-22
ISHARES TR S&P U S PFD STK INDEX FD	P	2011-02-16	2011-08-10
ISHARES TR S&P U S PFD STK INDEX FD	P	2011-07-22	2011-08-10
ISHARES TR S&P U S PFD STK INDEX FD	P	2011-02-16	2011-03-28
PROCTER & GAMBLE CO COM	P	2011-02-16	2011-11-09
PALL CORP	P	2011-10-21	2011-11-09
PRUDENTIAL FINL INC COM	P	2011-05-26	2011-11-09
RESEARCH IN MOTION LTD COM ISIN#CA7609751028	P	2011-02-16	2011-04-04
SPRINT NEXTEL CORP FON SHS	P	2011-02-16	2011-10-11
SPDR SER TR S&P DIVID ETF	P	2011-02-16	2011-03-22
SPDR SER TR S&P DIVID ETF	P	2011-02-16	2011-02-22
ISHARES TR BARCLAYS 1-3 YR TREAS BD FD	P	2011-03-28	2011-09-29
ISHARES TR BARCLAYS 1-3 YR TREAS BD FD	P	2011-07-22	2011-09-29
SPDR S&P 500 ETF TR TR UNIT	P	2011-11-09	2011-12-15
SPDR S&P 500 ETF TR TR UNIT	P	2011-11-09	2011-12-07
SPDR S&P 500 ETF TR TR UNIT	P	2011-11-09	2011-11-22
SPDR S&P 500 ETF TR TR UNIT	P	2011-07-15	2011-07-21
STILLWATER MNG CO COM	P	2011-02-25	2011-10-04
STILLWATER MNG CO COM	P	2011-07-22	2011-10-04
ISHARES TR BARCLAYS 10-20 YR TREAS BD FD	P	2011-03-28	2011-06-30
ISHARES TR BARCLAYS 10-20 YR TREAS BD FD	P	2011-04-29	2011-06-30
ISHARES TR BARCLAYS 10-20 YR TREAS BD FD	P	2011-02-16	2011-03-03
ISHARES TR BARCLAYS 20+ TREAS BD FD	P	2011-02-16	2011-03-28
ISHARES INC MCSI TURKEY INDEX FD	P	2011-03-14	2011-11-30
ISHARES INC MCSI TURKEY INDEX FD	P	2011-07-22	2011-11-30
ISHARES INC MCSI TURKEY INDEX FD	P	2011-03-14	2011-11-09
TIME WARNER INC NEW COM NEW	P	2011-02-16	2011-11-09
UNIVERSAL HEALTH SVCS INC CL B	P	2011-04-21	2011-11-09
WESTERN UN CO COM	P	2011-02-16	2011-07-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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SPDR SER TR S&P BIOTECH ETF	P	2011-02-16	2011-08-24
SPDR SER TR S&P BIOTECH ETF	P	2011-07-22	2011-08-24
SELECT SECTOR SPDR TR ENERGY	P	2011-03-22	2011-08-24
SELECT SECTOR SPDR TR ENERGY	P	2011-07-22	2011-08-24
SPDR SER TR S&P OIL & GAS EXPL & PRODTN ETF	P	2011-02-16	2011-05-05
SPDR SER TR S&P OIL & GAS EXPL & PRODTN ETF	P	2011-03-22	2011-05-05
WASH SALES DISSALLOWED	P		
VANGUARD PRIME MONEY MARKET FUND INVESTOR SHARESVANGUARD PRIME MONEY MARKE	P	2010-12-08	2011-01-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
35,107		31,124	3,983
6,383		5,574	809
64,803		68,890	-4,087
20,341		25,845	-5,504
17,306		31,440	-14,134
39,166		30,057	9,109
834		657	177
7,124		10,168	-3,044
7,715		11,011	-3,296
7,000		43,602	-36,602
3,500		10,557	-7,057
3,500		10,549	-7,049
13,286		11,948	1,338
34,019		30,592	3,427
16,163		15,200	963
52,381		49,293	3,088
7,421		7,295	126
16,667		15,981	686
9,420		12,548	-3,128
34,091		29,590	4,501
34,091		31,575	2,516
32,098		24,273	7,825
53,213		11,250	41,963
53,213		22,320	30,893
53,213		26,535	26,678
53,213		30,915	22,298
15,643		16,010	-367
15,643		16,010	-367
23,465		24,023	-558
15,643		12,505	3,138

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
7,822		14,938	-7,116
18,979		20,520	-1,541
12,653		12,048	605
3,290		3,229	61
6,039		3,242	2,797
3,207		3,269	-62
2,204		3,184	-980
1,590		2,117	-527
1,463		1,494	-31
2,197		3,239	-1,042
9,167		9,760	-593
4,303		5,002	-699
423		359	64
443		565	-122
3,175		3,289	-114
1,459		1,552	-93
1,386		1,418	-32
6,665		6,480	185
29,084		32,719	-3,635
1,200		1,159	41
9,350		9,750	-400
3,945		4,393	-448
1,431		1,579	-148
6,421		6,445	-24
1,562		2,108	-546
5,562		5,903	-341
2,984		3,105	-121
7,819		8,050	-231
3,226		3,212	14
106		100	6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,070		3,105	-35
3,297		3,100	197
3,338		3,227	111
3,105		3,151	-46
1,708		1,726	-18
3,262		3,308	-46
3,262		3,308	-46
3,103		3,239	-136
3,194		3,281	-87
802		1,092	-290
3,636		3,242	394
2,739		3,234	-495
9,103		9,666	-563
4,836		5,454	-618
9,961		9,831	130
1,701		1,586	115
8,456		8,386	70
1,281		1,288	-7
1,125		1,351	-226
1,812		1,644	168
5,134		6,493	-1,359
3,438		3,963	-525
1,876		3,193	-1,317
1,462		2,142	-680
3,115		3,217	-102
3,015		3,217	-202
3,060		3,173	-113
3,015		3,284	-269
630		667	-37
648		533	115

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,490		1,477	13
3,112		3,236	-124
7,226		7,962	-736
4,042		4,855	-813
6,643		6,622	21
1,445		1,468	-23
1,206		1,183	23
776		947	-171
2,650		3,254	-604
1,648		3,243	-1,595
6,358		6,438	-80
6,494		6,492	2
9,636		9,551	85
930		928	2
3,299		3,331	-32
3,637		3,577	60
3,102		3,207	-105
168,296		164,477	3,819
1,124		3,424	-2,300
1,194		2,628	-1,434
3,206		3,136	70
115		114	1
6,510		6,491	19
4,983		4,845	138
2,312		3,177	-865
4,217		5,022	-805
3,584		4,797	-1,213
1,213		1,328	-115
495		580	-85
3,038		3,239	-201

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
6,122		6,459	-337
1,861		2,326	-465
4,020		4,727	-707
2,175		2,619	-444
4,712		4,862	-150
1,207		1,293	-86
2,916			2,916
63,891		63,896	-5

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,983
			809
			-4,087
			-5,504
			-14,134
			9,109
			177
			-3,044
			-3,296
			-36,602
			-7,057
			-7,049
			1,338
			3,427
			963
			3,088
			126
			686
			-3,128
			4,501
			2,516
			7,825
			41,963
			30,893
			26,678
			22,298
			-367
			-367
			-558
			3,138

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-7,116
			-1,541
			605
			61
			2,797
			-62
			-980
			-527
			-31
			-1,042
			-593
			-699
			64
			-122
			-114
			-93
			-32
			185
			-3,635
			41
			-400
			-448
			-148
			-24
			-546
			-341
			-121
			-231
			14
			6

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-35
			197
			111
			-46
			-18
			-46
			-46
			-136
			-87
			-290
			394
			-495
			-563
			-618
			130
			115
			70
			-7
			-226
			168
			-1,359
			-525
			-1,317
			-680
			-102
			-202
			-113
			-269
			-37
			115

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			13
			-124
			-736
			-813
			21
			-23
			23
			-171
			-604
			-1,595
			-80
			2
			85
			2
			-32
			60
			-105
			3,819
			-2,300
			-1,434
			70
			1
			19
			138
			-865
			-805
			-1,213
			-115
			-85
			-201

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-337
			-465
			-707
			-444
			-150
			-86
			2,916
			-5

Form 990PF Part VIII Line 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
IRVING ROSENSTEIN	PRESIDENT 4 00	0	0	0
343 WALLER AVENUE LEXINGTON,KY 40504				
IRMA ROSENSTEIN	DIRECTOR 0 25	0	0	0
343 WALLER AVENUE LEXINGTON,KY 40504				
ROBERT ROSENSTEIN	DIRECTOR 0 25	0	0	0
343 WALLER AVENUE LEXINGTON,KY 40504				
ANN ROSENSTEIN	DIRECTOR 0 25	0	0	0
343 WALLER AVENUE LEXINGTON,KY 40504				
MARTIN WELENKEN	SECRETARY 1 00	0	0	0
730 WEST MARKET STREET LOUISVILLE,KY 40202				

Form 990PF Part XV Line 1a - 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).

IRVING ROSENSTEIN
IRMA ROSENSTEIN
ROBERT ROSENSTEIN
ANN ROSENSTEIN

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
ALZHEIMER ASSOCIATIONS ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	MEDICAL PROGRAMS	50
AMERICAN DIABETESADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	MEDICAL PROGRAMS	2,300
AMERICAN HEART ASSOCIATION ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	MEDICAL PROGRAMS	800
AMER HEART ASSOC OF PORTLANDADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	MEDICAL PROGRAMS	1,000
ANTI-DEFAMATION LEAGUE ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	COMBAT ANTI-SEMITISM	200
ARTHRITIS FOUNDATION OF KY ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	PROVIDE SUPPORT FOR ARTHRITIS SUFFERERS	300
ASHLAND THE HENRY CLAY ESTATEADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	1,500
BG COUNCIL BOY SCOUTS OF AMERICAADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	250
BG REGIONAL MENTAL HEALTH ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	250
CAMP HORSIN' AROUNDADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	250
CARDINAL HILL REHABILITATION HOSPITALADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	500
CDC OF THE BLUEGRASSADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	500
CHILD DEV OF BG - UK CAPITAL ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	3,500
CHILD DEVELOPMENT OF THE BG ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	3,400
DAVID LEVITCH VILLE PROGRAM ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	1,500
GOD'S PANTRYADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	100
HADASSAHADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	280
HADASSAHADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	300
HADASSAHADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	50
HADASSAH LEXINGTON CHAPTER ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	200
HEADLEY WHITNEY MUSEUM ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	300
HENRY CLAY CENTER FOR STATESMANSHIPADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	1,300
HOPE CENTERADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	100
HORSES & HOPE343 WALLER AVENUE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	100
HOSPICE OF THE BGADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	100
JEWISH FEDERATION OF THE BG ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	2,500
JEWISH FEDERATION OF THE BG ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	180
JFB (NEWSPAPER)ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	72
JUNIOR ACHIEVEMENT OF THE BG ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	500
KCCJADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
KY CHILDREN'S HOSPITAL ADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	2,650
KETADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	500
KY HISTORICAL SOCIETY ADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	5,500
LEXARTSADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	400
THE LEXINGTON BALLEADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	700
LEXINGTON HEARING & SPEECH CTRADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	200
LEXINGTON PHILHARMONIC ADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	1,000
LEXINGTON PHILHARMONIC ADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	200
LEXINGTON PHILHARMONIC GUILDADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	37
MARCH OF DIMESADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	25
MARKEY CANCER CENTER ADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	500
MIDWAY CENTER FOUNDATION ADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	500
MULTIPLE SCLEROSIS SOCIETY ADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	100
NARAL PRO-CHOICE AMERICAN ADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	100
PLANNED PARENTHOODADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	500
PLANNED PARENTHOOD OF KY (LEX)ADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	500
PRITCHARD COMMITTEEADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	250
RONALD MCDONALD HOUSE OF BGADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	100
SAYRE SCHOOLADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	10,100
SILVER PATHWAYSADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	100
SIVITZ JEWISH HOSPICE ADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	100
SOUTHERN POVERTY LAW CENTERADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	100
SUSAN G KOMEN FOR THE CURE ADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	100
TEMPLE ADATH ISRAELADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	3,100
TEMPLE ADATH ISRAELADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	1,661
TEMPLE ADATH ISRAELADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	1,000
TEMPLE ADATH ISRAELADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	100
TEMPLE ADATH ISRAELADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	4,072
TEMPLE ADATH ISRAELADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	100
TEMPLE ADATH ISRAELADDRESS ON FILE LEXINGTON, KY 40504		501 C 3	VARIOUS PROGRAMS	100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
TEMPLE ADATH ISRAEL - YES FUND ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	50
TEMPLE ADATH ISRAEL SISTERHOODADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	72
TEMPLE ADATH ISREALADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	25
TRANSYLVANIA UNIVERSITY ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	5,100
THE BLUEGRASS TRUSTADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	500
THE HUMANITARIUMADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	100
THE LIVING ARTS & SCIENCE CENTERADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	100
THE MEDERI FOUNDATION ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	200
THE NESTADDRESS ON FILE ASHLAND,KY 40504		501 C 3	VARIOUS PROGRAMS	100
THE SALVATION ARMYADDRESS ON FILE ASHLAND,KY 40504		501 C 3	VARIOUS PROGRAMS	300
UNITED WAY OF THE BLUEGRASS ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	700
UNIVERSITY OF KY CHILDREN'S HOSPITALADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	450
UNIVERSITY OF KY - THE ART MUSEUMADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	200
URBAN LEAGUE OF LEXINGTON ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	300
US HOLOCAUST MEM MUSEUM ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	50
WORLD JEWISH CONGRESS FNDN ADDRESS ON FILE LEXINGTON,KY 40504		501 C 3	VARIOUS PROGRAMS	250
Total  3a				65,374

**TY 2011 Investments Corporate
Stock Schedule****Name:** ROSENSTEIN FAMILY CHARITABLE FOUNDATION INC**EIN:** 61-1316211

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PRAXAIR INC	51,885	53,450
OTHER INVESTMENTS SEE ATTACHED SCHEDULES	1,313,097	1,143,542

TY 2011 Other Expenses Schedule

Name: ROSENSTEIN FAMILY CHARITABLE FOUNDATION INC

EIN: 61-1316211

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	6,759	6,759		0
POSTAGE	24	0		0

TY 2011 Substantial Contributors Schedule

Name: ROSENSTEIN FAMILY CHARITABLE FOUNDATION INC

EIN: 61-1316211

Name	Address
ANN ROSENSTEIN	1140 DELONG LANE LEXINGTON, KY 40515
IRVING ROSENSTEIN	1410 LAKEWOOD DRIVE LEXINGTON, KY 40502

TY 2011 Taxes Schedule

Name: ROSENSTEIN FAMILY CHARITABLE FOUNDATION INC

EIN: 61-1316211

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	262	262		0