Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation
The Birk Family Foundation, Inc.

Number and street (or P O box number if mail is not delivered to street address)
900 US Highway One

Room/suite

City or town, state, and ZIP code
Jupiter FL 33477

A Employer identification number
65-0661100

B Telephone number (see instructions)
(561) 745-1415

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 4,126,955

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	498	498		
	4	Dividends and interest from securities	216,254	216,254		
	5 a	Gross rents		0		
	b	Net rental income or (loss) 0				
	6 a	Net gain or (loss) from sale of assets not on line 10	0			
	b	Gross sales price for all assets on line 6a 0				
	7	Capital gain net income (from Part IV, line 2)		8,732		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10 a	Gross sales less returns and allowances 0				
	b	Less Cost of goods sold 0				
	c	Gross profit or (loss) (attach schedule)	0			
	11	Other income (attach schedule)	0	0	0	
	12	**Total.** Add lines 1 through 11	216,752	225,484	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16 a	Legal fees (attach schedule)	2,445	0	0	0
	b	Accounting fees (attach schedule)	0	0	0	0
	c	Other professional fees (attach schedule)	0	0	0	0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	11,050	11,050	0	0
	19	Depreciation (attach schedule) and depletion	0	0	0	
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	32,342	32,342	0	0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	45,837	43,392	0	0
	25	Contributions, gifts, grants paid	193,750			193,750
	26	**Total expenses and disbursements.** Add lines 24 and 25	239,587	43,392	0	193,750
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-22,835			
	b	**Net investment income** (if negative, enter -0-)		182,092		
	c	**Adjusted net income** (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.
(HTA)

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		1,322	3,092	3,092
	2	Savings and temporary cash investments		73,414	496,522	496,522
	3	Accounts receivable ▶	0			
		Less allowance for doubtful accounts ▶	0	0	0	0
	4	Pledges receivable ▶	0			
		Less. allowance for doubtful accounts ▶	0	0	0	0
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)		0	0	0
	7	Other notes and loans receivable (attach schedule) ▶	0			
		Less allowance for doubtful accounts ▶	0	0	0	0
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments—U S. and state government obligations (attach schedule)		0	0	0
	b	Investments—corporate stock (attach schedule)		2,794,538	2,738,712	2,973,582
	c	Investments—corporate bonds (attach schedule)		865,091	508,325	653,759
	11	Investments—land, buildings, and equipment basis ▶	0			
		Less accumulated depreciation (attach schedule) ▶	0	0	0	0
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)		0	0	0
	14	Land, buildings, and equipment: basis ▶	0			
		Less: accumulated depreciation (attach schedule) ▶	0	0	0	0
	15	Other assets (describe ▶)		0	0	0
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)		3,734,365	3,746,651	4,126,955
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons		0	0	
	21	Mortgages and other notes payable (attach schedule)		0	0	
	22	Other liabilities (describe ▶)		0	0	
	23	**Total liabilities** (add lines 17 through 22)		0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**				
	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	
	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** (see instructions)		3,734,365	3,746,651	
	31	**Total liabilities and net assets/fund balances** (see instructions)		3,734,365	3,746,651	

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	3,734,365
2	Enter amount from Part I, line 27a	2	-22,835
3	Other increases not included in line 2 (itemize) ▶ increase in value of corporate stock	3	33,669
4	Add lines 1, 2, and 3	4	3,745,199
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,745,199

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 attached schedule			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	8,732
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	182,500	3,966,111	0.046015
2009	203,000	3,556,267	0.057082
2008	236,000	4,092,695	0.057664
2007	221,900	4,866,965	0.045593
2006	219,843	4,852,584	0.045304

2 **Total** of line 1, column (d)	2	0.251658
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	0.050332
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	4,186,841
5 Multiply line 4 by line 3	5	210,732
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,689
7 Add lines 5 and 6	7	212,421
8 Enter qualifying distributions from Part XII, line 4	8	193,750

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

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

1 a	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	3,642
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	3,642
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	3,642
6	Credits/Payments:				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	4,300		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	4,300
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	658
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶	658	**Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0 **(2)** On foundation managers. ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ N/A			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ Florida			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ Roger E. Brik Telephone no ▶ (561) 745-1415

Located at ▶ Merrill Lynch 900 US. Highway One Jupiter FL ZIP+4 ▶ 33477

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

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly): **(1)** Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No **(2)** Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No **(3)** Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No **(4)** Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No **(5)** Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No **(6)** Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ▶ 20______ , 20______ , 20______ , 20______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20______ , 20______ , 20______ , 20______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here . . . . . . ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945–5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . **6b** No: X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Statement	.00	0	0	0
	.00	0	0	0
	00	0	0	0
	.00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

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

Total number of other employees paid over $50,000 . . . . ▶

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
Total number of others receiving over $50,000 for professional services ▶		

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 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 instructions 3	0
Total. Add lines 1 through 3 ▶	0

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

1		Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
	a	Average monthly fair market value of securities	1a	3,946,000
	b	Average of monthly cash balances	1b	304,600
	c	Fair market value of all other assets (see instructions)	1c	
	d	**Total** (add lines 1a, b, and c)	1d	4,250,600
	e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2		Acquisition indebtedness applicable to line 1 assets	2	
3		Subtract line 2 from line 1d	3	4,250,600
4		Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	63,759
5		**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,186,841
6		**Minimum investment return.** Enter 5% of line 5	6	209,342

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6		1	209,342
2a	Tax on investment income for 2011 from Part VI, line 5	2a 3,642		
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b 0		
c	Add lines 2a and 2b		2c	3,642
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	205,700
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	205,700
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	205,700

Part XII Qualifying Distributions (see instructions)

1		Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
	a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	193,750
	b	Program-related investments—total from Part IX-B	1b	0
2		Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3		Amounts set aside for specific charitable projects that satisfy the:		
	a	Suitability test (prior IRS approval required)	3a	
	b	Cash distribution test (attach the required schedule)	3b	0
4		**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	193,750
5		Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6		**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	193,750

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

			(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7					205,700
2	Undistributed income, if any, as of the end of 2011:					
a	Enter amount for 2010 only				193,270	
b	Total for prior years. 20____, 20____, 20____			0		
3	Excess distributions carryover, if any, to 2011:					
a	From 2006	0				
b	From 2007	0				
c	From 2008	0				
d	From 2009	0				
e	From 2010	0				
f	**Total** of lines 3a through e		0			
4	Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 193,750					
a	Applied to 2010, but not more than line 2a				193,270	
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					480
e	Remaining amount distributed out of corpus		0			
5	Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		0			0
6	**Enter the net total of each column as indicated below:**					
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		0			
b	Prior years' undistributed income. Subtract line 4b from line 2b			0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d	Subtract line 6c from line 6b. Taxable amount—see instructions			0		
e	Undistributed income for 2010. Subtract line 4a from line 2a Taxable amount—see instructions				0	
f	Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					205,220
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		0			
9	**Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		0			
10	Analysis of line 9:					
a	Excess from 2007	0				
b	Excess from 2008	0				
c	Excess from 2009	0				
d	Excess from 2010	0				
e	Excess from 2011	0				

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

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

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

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . .	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter: (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
c "Support" alternative test—enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV **Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see instructions.)**

1 **Information Regarding Foundation Managers:**

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

Roger E. Birk

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

None

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

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

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

Roger E. Birk Merrill Lynch 900 U.S. Highway One Jupiter FL 33477 561-7451415

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

An application should be in writing and contain a detailed description of the project

c Any submission deadlines:

None

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

The Foundation does not make any gifts to individuals or to organizations which are private foundations.

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				##
See Schedule Attached				193,750
Total . . . . ▶ 3a				193,750
b *Approved for future payment*				
Total . . . . ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1 Program service revenue:					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
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				0	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
12 Subtotal. Add columns (b), (d), and (e)		0		0	0

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 0

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

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

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

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

(a) Line no	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☐ 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) is based on all information of which preparer has any knowledge

Mary E Colas 5/9/12 President

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Alvin C Martin		5/8/2012		P01464883
Firm's name ▶ Drinker Biddle & Reath LLP			Firm's EIN ▶ 23-1423089	
Firm's address ▶ 500 Campus Drive, Florham Park, NJ 07932			Phone no (973) 549-7000	

THE BIRK FAMILY FOUNDATION, INC.
I.D. #65-0661100
2011 FORM 990-PF
SCHEDULE TO PART XV – LINE 3a – PAGE 11

01/11/2011	Technoserve 1120 19TH Street NW, 8th Floor Washington, DC 20036 For: General Purpose	$1,000
01/31/2011	The Friends of Volunteers in Medicine Clinic 417 SE Balboa Avenue Stuart, Florida 34994 For: General Purpose	$2,500
02/03/2011	Cathedral High School 312 North Seventh Avenue Saint Cloud, Minnesota 56303 For: General Purpose	$5,000
02/03/2011	National Multiple Sclerosis Society Upstate New York Chapter 1650 South Avenue, Suite 100 Rochester, New York 14620-3901 For: Rochester MS Walk	$1,500
03/08/2011	Light of the World Charities P O Box 273 Palm City, Florida 34991 For: General Purpose	$10,000
03/31/2011	Smile Train P O Box 96246 Washington, DC 20090-6246 For: Matching Challenge Grant/General Purpose	$3,000
04/07/2011	College of Saint Benedict 37 College Avenue St. Joseph, Minnesota 56374 For: General Purpose	$10,000

04/07/2011	Jupiter Medical Center Foundation 1210 South Old Dixie Highway Jupiter, Florida 33458 For: General Purpose	$10,000
04/07/2011	Saint John's University P O Box 7222 Collegeville, Minnesota 56321 For: Roger Birk Scholarship Fund	$10,000
04/07/2011	Hope Hall 1612 Buffalo Road Rochester, Minnesota 14624 For: General Purpose	$10,000
04/07/2011	National Multiple Sclerosis Society Upstate New York Chapter 1650 South Avenue, Suite 100 Rochester, New York 14620 For: General Chapter Purposes	$10,000
05/03/2011	Little Sisters of the Poor Holy Family Residence 330 Exchange Street South Saint Paul, Minnesota 55102-2397 For: New Electric lifts	$2,500
05/11/2011	Bascom Palmer Eye Institute 7101 Fairway Drive Palm Beach Gardens, FL 33418 For: Ophthalmology Academic Fund	$10,000
05/26/2011	Memorial Sloan-Kettering Cancer Center 1275 York Avenue New York, New York 10065 For: Triple Grant Matching Campaign	$2,000
08/13/2011	Sunrise Community Inc. 9040 Sunset Drive Miami, Florida 33173 For: Residential Hurricane Shutter Program	$7,000

06/15/2011	Moffitt Cancer Center Foundation 12902 Magnolia Drive UTC-FOUND Tampa, Florida 33612 For: General Purpose	$5,000
08/30/2011	St. Mary Star of the Sea 1010 Windsor Lane Key West, Florida 33040 For: Tuition Assistance Fund	$4,000
08/30/2011	Alliance for Neighbors, Inc. P O Box 16096 Altamonte Springs, FL 32716-0096 For: General Purpose	$2,500
09/20/2011	Healthy Mothers Healthy Babies 500 Gulfstream Boulevard, Suite 201 Delray Beach, FL 33483 For: General Purpose	$2,500
09/20/2011	New York Foundling Hospital 590 Avenue of the Americas New York, New York 10011 For: Adopt a Class	$5,000
09/20/2011	SLE Lupus Foundation 330 Seventh Avenue Suite 1701 New York, New York 10001 For: Life Without Lupus Gala 2011 /research and awareness	$1,000
09/22/2011	Epilepsy Foundation Rochester, Syracuse, Binghamton 1650 South Avenue, Suite 300 Rochester, New York 14620 For: Epilepsy Awareness Project	$10,000
09/28/2011	University of Notre Dame 405 Main Building Notre Dame, Indiana 46556 For: Malpass Scholarship Program	$10,000

10/04/2011	National Multiple Sclerosis Society Upstate New York Chapter 1650 South Avenue, Suite 100 Rochester, New York 14620 For: The MS Achievement Center	$10,000
10/10/2011	Friends of the Rochester Psychiatric Center 111 Elmwood Avenue Rochester, New York 14620 For: General Purpose	$3,000
10/12/2011	SSAR 2150 South Edmonds Lane Lewisville, Texas 75067 For: Student Tuition Grant	$4,250
10/12/2011	Pedi Place 502 S. Old Orchard Lane, Suite 126 Lewisville, Texas 75067 For: General Purpose	$5,000
11/14/2011	CCMAC P O Box 1179 New Hyde Park, NY 11049 For: General Purpose	$2,000
11/14/2011	Camp Sunshine 35 Acadia Road Casco, Maine 04015 For: Family Sponsorship Program	$2,000
11/14/2011	University of Notre Dame 405 Main Building Notre Dame, IN 46556 For: General Purpose	$5,000
11/14/2011	St. Ambrose School 3827 Woodburn Road Annandale, Virginia 22003 For: Renovation Project	$3,000
11/14/2011	Washington Jesuit Academy 900 Varnum Street NE Washington D.C. 20017 For: General Purpose	$2,000

11/14/2011	Father McKenna Center 19 Eye Street NW Washington D.C. 20001 For: General Purpose	$1,000
11/14/2011	Hope Hall 1612 Buffalo Road Rochester, New York 14624 For: General Purpose	$5,000
12/12/2011	Happy Hill Farm Academy 3846 North Highway 144 Granbury, Texas 76048 For: General Purpose	$5,000
12/12/2011	Jupiter Hills Community Foundation 11800 SE Hills Club Terrace Tequesta, Florida 33468-1794 For: Catastrophic needs of families	$1,000
12/12/2011	Deliver the Dream 3223 NW 10th Terrace Suite 603 Fort Lauderdale, FL 33309 For: Family Retreat Program	$3,000
12/13/2011	St. Vincent de Paul c/o St. Jude Catholic Church 204 North US Highway One P O Box 3726 Tequesta, Florida 33469 For: Needy families	$5,000
12/19/2011	Hospital for Special Surgery 525 East 70th Street New York, New York 10021 For: General Purposes	$3,000
Total Contributions Paid		**$193,750**

THE BIRK FAMILY FOUNDATION, INC.
I.D. #65-0661100
2011 FORM 990-PF
SCHEDULE TO PART VIII, ITEMS 1 AND 2, PAGE 6

LIST OF DIRECTORS

Roger E. Birk
c/o Merrill Lynch
900 U.S. Highway 1
Jupiter, FL 33477

Mary L. Birk
c/o Merrill Lynch
900 U.S. Highway 1
Jupiter, FL 33477

Dr. Kathleen A. Birk
c/o Merrill Lynch
900 U.S. Highway 1
Jupiter, FL 33477

Mary E. Colas
c/o Merrill Lynch
900 U.S. Highway 1
Jupiter, FL 33477

Timothy Colas
c/o Merrill Lynch
900 U.S. Highway 1
Jupiter, FL 33477

Barbara J. Billstrand
c/o Merrill Lynch
900 U.S. Highway 1
Jupiter, FL 33477

Each director devoted approximately an average of one hour per month to the foundation. No compensation was paid to any director, no contribution was made to any employee benefit plan or to any deferred compensation plan, and there was no expense account or other allowance.

THE BIRK FAMILY FOUNDATION, INC. - I.D. #65-0661100 -2011 FORM 990-PF - SCHEDULE TO PART IV, ITEM 1a PAGE 3 - INVESTMENTS HELD AS OF DECEMBER 31, 2011

REALIZED CAPITAL GAIN AND LOSS SUMMARY – PAGE 1

Security Description	Quantity	Acquisition Cost($)	Liquidation Amount($)	Realized Gain/(Loss)($) Short	Long	Total
AT& T INC	2,238	59,797	63,833	4,037	0	4,037
BANCO SANTANDER SA ADR	4,591	69,946	48,520	(4,101)	(19,326)	(23,426)
BOEING COMPANY	896	49,954	66,178	0	16,224	16,224
CISCO SYSTEMS INC COM	5,311	96,248	80,146	(16,101)	0	(16,101)
COMMONWEALTH EDIS 5 40% 1ST MORTGAGE SER 105 05 400% DEC 15 2011	50,000	50,000	50,000	0	0	0
CONAGRA FOODS INC	2,317	50,926	53,134	2,208	0	2,208
CREDIT SUISSE GP SP ADR	1,544	74,939	65,331	(262)	(9,345)	(9,607)
ENI S P A SPONSORED ADR	1,499	73,312	68,120	(5,192)	0	(5,192)
GENL ELEC CAP COR 5 00% GLB 05.000% NOV 15 2011	50,000	50,000	50,000	0	0	0
GENUINE PARTS CO	1,981	79,717	117,394	3,538	34,140	37,678
GOLDMAN SACHS GRO 6.87%	50,000	50,000	50,000	0	0	0
GOLDMAN SACHS GROUP INC NEW MONEY SER D FLT% PERPETUAL	4,000	60,000	86,262	0	26,262	26,262
HALLIBURTON COMPANY	1,659	35,862	78,913	0	43,051	43,051
HSBC FINANCE CORP SER NOTE 05.500% APR 15 2011	15,000	14,944	15,000	0	0	0
HSBC FINANCE CORPORA CLD NEWM 06 000% NOV 30 2033	3,600	66,354	90,000	0	23,646	23,646
HSBC HLDG PLC SP ADR	1,722	95,835	86,088	(2,376)	(7,371)	(9,747)
INTL PAPER CO	2,429	70,007	59,929	(10,077)	0	(10,077)
METLIFE INC COM	1,600	75,342	66,230	0	(9,111)	(9,111)
MICROSOFT CORP	2,792	78,549	71,702	367	(7,214)	(6,846)
MOBILE TELESYS OJSC ADR	3,749	80,033	78,580	(1,453)	0	(1,453)
MORGAN ST DEAN WI 6 75%	75,000	75,000	75,000	0	0	0
NM BANK AMERICA CORP BE	25,000	25,000	25,000	0	0	0
NORTHROP GRUMMAN CORP	825	38,775	59,293	0	20,518	20,518
NUCOR CORPORATION	3,186	125,873	113,363	(12,510)	0	(12,510)
PHILPPNE L D TEL ADR	1,251	68,471	57,867	(10,604)	0	(10,604)
PROGRESS ENERGY INC	1,500	61,827	71,549	0	9,722	9,722
TELECOM C NW ZLND SPNADR	6,754	50,898	67,118	16,220	0	16,220
TELEFONICA SA SPAIN ADR	2,139	50,951	51,362	411	0	411
TOTAL S.A. SP ADR	1,438	84,978	66,727	0	(18,252)	(18,252)
TRANSOCEAN LTD	817	64,962	53,986	1,571	(12,547)	(10,976)
VEOLIA ENVIRONNEMENT ADR	3,788	113,154	66,857	(12,101)	(34,196)	(46,298)
VIVO PARTICIPACOES SA SP ADR	2,142	70,042	69,000	(1,042)	0	(1,042)
WELLS FARGO BK NA 6 45% SUBORDINATED GLB 06.450% FEB 01 2011	50,000	0	50,000	0	0	0

Accounts Included in this report: 675-04C95 (ENDOWMENT),675-04C96 (ENDOWMENT)

Report created May 2, 2012 for ROGER E BIRK

For Informational Purposes Only - Account Statement is Official Record of Holdings, Balances and Security Values

THE BIRK FAMILY FOUNDATION, INC. - I.D. #65-0661100 -2011 FORM 990-PF - SCHEDULE TO PART IV, ITEM 1a PAGE 3 - INVESTMENTS HELD AS OF DECEMBER 31, 2011

REALIZED CAPITAL GAIN AND LOSS SUMMARY – PAGE 2

Security Description	Quantity	Acquisition Cost($)	Liquidation Amount($)	Realized Gain/(Loss)($)		
				Short	Long	Total
Total Realized				(47,469)	56,201	8,732

Mutual Fund Di

THE BIRK FAMILY FOUNDATION, INC.
I.D. #65-0661100
2011 FORM 990-PF
SCHEDULE TO PART II, ITEM 10b PAGE 2
INVESTMENTS HELD AS OF DECEMBER 31, 2011

ITEM 10b– CORPORATE STOCK – PAGE 1

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Gain or (Loss)	Annual Income
			Equities			
974	ABBOTT LABS	06/08/11	49,952 86	54,768 02	4,815 16	1 871 00
470	ABBOTT LABS	07/05/11	24,968 52	26,428 10	1,459 58	903 00
1,200	AUTOMATIC DATA PROC	06/18/09	42,540 01	64,812 00	22,271 99	1,897 00
1,769	BRISTOL-MYERS SQUIBB CO	06/07/11	49,996.19	62,339 56	12,343 37	2,406 00
717	BRISTOL-MYERS SQUIBB CO	08/31/11	21,313.33	25,267 08	3,953 75	976 00
2,512	COLONIAL PPTYS T SBI ALA REIT	06/16/11	50,005.38	52,400 32	2 394 94	1,508 00
1,213	COLONIAL PPTYS T SBI ALA REIT	07/05/11	25,008.42	25,303.18	294.76	728 00

THE BIRK FAMILY FOUNDATION, INC.
I.D. #65-0661100
2011 FORM 990-PF
SCHEDULE TO PART II, ITEM 10b PAGE 2
INVESTMENTS HELD AS OF DECEMBER 31, 2011

ITEM 10b– CORPORATE STOCK – PAGE 2

Quantity	Security Description	Date Acquired	Cost Basis	Fiscal Year Value 12/31/11	(Loss)	Est Annual Income
			Equities			
499	COLONIAL PPTYS T SBI ALA REIT	12/05/11	9,692.38	10,409.14	716 76	300 00
2,297	CENTURYLINK INC SHS	10/21/11	80,874 15	85,448 40	4,574 25	6,662 00
435	CHEVRON CORP	01/03/00	18,054.14	46,284 00	28,229 86	1,410 00
375	CHEVRON CORP	12/24/01	16,691 25	39,900 00	23.208 75	1 215 00
746	CONOCOPHILLIPS	01/07/11	49,993 79	54,361 02	4,367 23	1,970 00
334	CONOCOPHILLIPS	08/31/11	22,788 82	24,338 58	1 549 76	882 00
100	DIGITAL RLTY TR INC	02/09/11	5,397 00	6,667 00	1,270 00	272 00
826	DIGITAL RLTY TR INC	02/09/11	44,595.74	55,069 42	10,473 68	2,247 00
200	DIGITAL RLTY TR INC	03/30/11	11,460.54	13,334 00	1,873 46	544 00
148	DIGITAL RLTY TR INC	03/30/11	8,481.88	9,867 16	1,385 28	403 00
754	GLAXOSMITHKLINE PLC ADR	07/05/11	32,663 20	34,405 02	1,741 82	1,663 00
400	GLAXOSMITHKLINE PLC ADR	07/05/11	17,328.00	18,252 00	924 00	882 00
569	GLAXOSMITHKLINE PLC ADR	08/31/11	24,367.77	25,963 47	1,595 70	1,255 00
3,115	GENERAL ELECTRIC	10/21/10	50,151 50	55,789 65	5,638 15	2 119 00
474	GENERAL ELECTRIC	06/08/11	8,829 44	8,489.34	(340 10)	323 00
600	GENERAL ELECTRIC	06/08/11	11,178 00	10,746 00	(432 00)	408 00

THE BIRK FAMILY FOUNDATION, INC.
I.D. #65-0661100
2011 FORM 990-PF
SCHEDULE TO PART II, ITEM 10b PAGE 2
INVESTMENTS HELD AS OF DECEMBER 31, 2011

ITEM 10b– CORPORATE STOCK – PAGE 3

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
			Equities			
1,350	GENERAL MILLS	07/07/11	49,963 50	54,553 50	4,590.00	1,648 00
593	GENERAL MILLS	08/31/11	22,516.15	23,963 13	1,446 98	724 00
100	HUDSON CITY BANCORP INC	12/08/09	1,318.00	625 00	(693 00)	32 00
3,700	HUDSON CITY BANCORP INC	12/08/09	48,764.15	23,125.00	(25,639 15)	1,184 00
1,573	HUDSON CITY BANCORP INC	04/29/11	15,006.26	9,831 25	(5,175 01)	504 00
2,939	HUDSON CITY BANCORP INC	06/08/11	25,007.95	18,368.75	(6,639 20)	941 00
584	INTEL CORP	05/21/09	8,906.00	14,162 00	5,256 00	491 00
2,616	INTEL CORP	05/21/09	39,894.00	63,438 00	23,544 00	2,198 00
110	JPMORGAN CHASE & CO	08/20/07	5,082.57	3,657 50	(1,425 07)	110 00
670	JPMORGAN CHASE & CO	10/30/07	31,246 46	22,277 50	(8,968 96)	670 00
400	JPMORGAN CHASE & CO	11/09/07	17,008 68	13,300 00	(3,708 68)	400 00
320	JPMORGAN CHASE & CO	12/06/07	14,675.58	10,640.00	(4,035 58)	320 00
500	JOHNSON AND JOHNSON COM	03/28/11	29,620.00	32,790 00	3,170 00	1,141 00
344	JOHNSON AND JOHNSON COM	03/28/11	20,382.00	22,559 52	2,177 52	785 00
280	JOHNSON AND JOHNSON COM	08/31/11	18,370 80	18,362 40	(8 40)	639 00
300	KRAFT FOODS INC VA CL A	09/23/09	7,931 40	11,208 00	3,276 60	348 00
100	KRAFT FOODS INC VA CL A	09/23/09	2,643 81	3,736 00	1,092 19	116 00

THE BIRK FAMILY FOUNDATION, INC.
I.D. #65-0661100
2011 FORM 990-PF
SCHEDULE TO PART II, ITEM 10b PAGE 2
INVESTMENTS HELD AS OF DECEMBER 31, 2011

ITEM 10b– CORPORATE STOCK – PAGE 4

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
			Equities			
400	KRAFT FOODS INC VA CL A	09/23/09	10,575 36	14,944 00	4,368 64	464 00
500	KRAFT FOODS INC VA CL A	09/23/09	13,219 25	18,680 00	5,460 75	580 00
700	KRAFT FOODS INC VA CL A	09/23/09	18,507 30	26,152 00	7,644 70	812 00
836	KIMBERLY CLARK	03/04/10	49,982.85	61,496.16	11,513.31	2,341.00
231	KIMBERLY CLARK	08/31/11	15,939.00	16,992 36	1,053 36	647.00
1,401	MERCK AND CO INC SHS	09/16/10	50,976.51	52,817.70	1,841 19	2,354 00
100	MERCK AND CO INC SHS	10/21/10	3,699.00	3,770 00	71 00	168 00
170	MERCK AND CO INC SHS	10/21/10	6,290.00	6,409 00	119 00	286 00
611	MERCK AND CO INC SHS	03/24/11	19,985.81	23,034.70	3,048 89	1,027 00
2,074	NATL AUSTRALIA B ADR	09/16/10	49,983 40	49,630 82	(352 58)	3,661 00
420	NATL AUSTRALIA B ADR	01/07/11	9,983.40	10,050 60	67 20	742 00
784	NATL AUSTRALIA B ADR	06/08/11	20,015.52	18,761 12	(1,254 40)	1,384 00
931	NOVARTIS ADR	03/31/10	50,404.34	53,225 27	2,820 93	1,867 00
1,163	NATIONAL GRID PLC SP ADR	09/16/10	50,876.83	56,382.24	5,505.41	3,486 00
219	NATIONAL GRID PLC SP ADR	01/07/11	9,965.51	10,617.12	651 61	657 00
27	NATIONAL GRID PLC SP ADR	01/19/11	1,190.80	1,308 96	118 16	81 00
1 150	NEXTERA ENERGY INC SHS	09/25/01	30,729 35	70,012 00	39,282 65	2,531 00

THE BIRK FAMILY FOUNDATION, INC.
I.D. #65-0661100
2011 FORM 990-PF
SCHEDULE TO PART II, ITEM 10b PAGE 2
INVESTMENTS HELD AS OF DECEMBER 31, 2011

ITEM 10b– CORPORATE STOCK – PAGE 5

CURRENT PORTFOLIO SUMMARY

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
	Equities					
1,200	NOKIA CORP SPON ADR	12/09/09	15,012 00	5,784 00	(9,228 00)	494 00
2,800	NOKIA CORP SPON ADR	12/09/09	35,026 04	13,496 00	(21,530 04)	1 151 00
3,111	NOKIA CORP SPON ADR	08/03/10	30,049.46	14,995 02	(15,054 44)	1,279 00
1,607	PAYCHEX INC	04/14/10	50,006.95	48,386 77	(1,620.18)	2,057 00
452	PAYCHEX INC	08/03/10	11,764.79	13,609 72	1,844 93	579 00
700	PAYCHEX INC	08/03/10	18,221.00	21,077 00	2,856.00	896 00
808	PAYCHEX INC	07/01/11	24,999.52	24,328 88	(670 64)	1,035 00
2,215	PENNYMAC MTG INVT TR	12/23/10	40,002.90	36,813 30	(3,189.60)	4,430 00
1,627	PENNYMAC MTG INVT TR	01/07/11	30,018.15	27,040.74	(2,977.41)	3,254 00
96	PENNYMAC MTG INVT TR	06/08/11	1,621.44	1,595 52	(25 92)	192 00
384	PENNYMAC MTG INVT TR	06/08/11	6,491 87	6,382.08	(109 79)	768 00
704	PENNYMAC MTG INVT TR	06/08/11	11,904 64	11,700 48	(204 16)	1,408 00
770	PROCTER & GAMBLE CO	07/07/11	49,992.56	51,366 70	1,374 14	1,618 00
385	PROCTER & GAMBLE CO	08/31/11	24,528.31	25,683.35	1,155 04	809 00
872	ROYAL DUTCH SHELL PLC SPONS ADR A	09/16/10	51,203.84	63,734 48	12,530 64	2,491 00
247	ROYAL DUTCH SHELL PLC SPONS ADR A	08/31/11	16,625.57	18,053 23	1,427 66	706 00

THE BIRK FAMILY FOUNDATION, INC.
I.D. #65-0661100
2011 FORM 990-PF
SCHEDULE TO PART II, ITEM 10b PAGE 2
INVESTMENTS HELD AS OF DECEMBER 31, 2011

ITEM 10b– CORPORATE STOCK – PAGE 6

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
			Equities			
200	SPECTRA ENERGY CORP	06/17/11	5,360.00	6,150.00	790 00	224 00
900	SPECTRA ENERGY CORP	06/17/11	24,129.00	27,675 00	3,546 00	1,009 00
400	SPECTRA ENERGY CORP	06/17/11	10,728.00	12,300 00	1,572 00	448 00
366	SPECTRA ENERGY CORP	06/17/11	9,819.78	11,254 50	1,434 72	410 00
898	SPECTRA ENERGY CORP	07/05/11	24,979.67	27,613.50	2,633 83	1,006 00
550	TRAVELERS COS INC	03/05/08	26,101 46	32,543.50	6,442 04	903 00
530	TRAVELERS COS INC	03/11/08	25,329.97	31,360.10	6,030 13	870 00
120	TRAVELERS COS INC	06/05/09	5,234.40	7,100 40	1,866 00	197 00
250	TRAVELERS COS INC	08/31/11	12,721.25	14,792 50	2,071 25	410 00
685	TRANSOCEAN LTD	09/21/11	39,903.72	26,297 15	(13,606 57)	2,165 00
774	TRANSOCEAN LTD	09/23/11	39,272.76	29,713 86	(9,558 90)	2,446 00
192	VERIZON COMMUNICATNS COM	04/20/06	5,658 95	7,703 04	2,044 09	384 00
1,308	VERIZON COMMUNICATNS COM	10/10/08	29,433 08	52,476 96	23,043 88	2 616 00
239	VERIZON COMMUNICATNS COM	03/04/10	6,543 77	9,588 68	3,044 91	478 00
319	VERIZON COMMUNICATNS COM	09/16/10	9,979 92	12,798 28	2,818 36	638 00
1,144	VODAFONE GROP PLC SP ADR	05/21/09	20,592 00	32,066 32	11,474 32	1,650 00
1,000	VODAFONE GROP PLC SP ADR	11/13/09	22,918 50	28,030 00	5,111 50	1,442 00

THE BIRK FAMILY FOUNDATION, INC.
I.D. #65-0661100
2011 FORM 990-PF
SCHEDULE TO PART II, ITEM 10b PAGE 2
INVESTMENTS HELD AS OF DECEMBER 31, 2011

ITEM 10b– CORPORATE STOCK – PAGE 7

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Annual Income
			Equities			
742	VODAFONE GROP PLC SP ADR	04/06/10	16,999 15	20,798 26	3,799 11	1 070 00
947	VODAFONE GROP PLC SP ADR	06/21/11	24,998.72	26,544 41	1,545 69	1,366 00
1,800	WASTE MANAGEMENT INC NEW	06/23/09	49,500.00	58,878 00	9,378 00	2,448 00
409	WASTE MANAGEMENT INC NEW	08/31/11	13,646 45	13,378 39	(268.06)	557 00
	Total Equities		2,288,313.44	2,524,634 18	236,320.74	114,087 00

THE BIRK FAMILY FOUNDATION, INC.
I.D. #65-0661100
2011 FORM 990-PF
SCHEDULE TO PART II, ITEM 10b PAGE 2
INVESTMENTS HELD AS OF DECEMBER 31, 2011

ITEM 10b– CORPORATE STOCK – PAGE 8

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Gain or (Loss)	Est Annual Income
	Equities					
1,140	BANK OF AMERICA CORP	11/15/05	52,098 00	6,338 40	(45,759 60)	46 00
485	BANK OF AMERICA CORP	11/21/05	22,259.32	2,696 60	(19,562 72)	20 00
435	BANK OF AMERICA CORP	11/22/05	19,913.52	2,418 60	(17,494.92)	18 00
100	BANK OF AMERICA CORP	05/02/07	5,118.02	556 00	(4,562 02)	4 00
	Total Equities		**99,388.86**	**12,009.60**	**(87,379.26)**	**88.00**
	Mutual Funds/Closed End Funds/UIT					
3,773	S&P US PFD STK INDEX FD ISHARES	08/24/10	149,961.78	134,394.26	(15,567 52)	9,380 00
1,160	ISHARES IBOXX$ HIGH YIEL CORPORATE BOND FUND	07/16/10	100,688 00	103,738 80	3,050 80	7,794 00
563	ISHARES IBOXX$ HIGH YIEL CORPORATE BOND FUND	09/29/10		50,349 09		3,783 00
2,600	SPDR BARCLY CAPTL HIGH YIELD BOND ETF	07/16/10	100,360 00	99,970 00	(390 00)	7,699 00
1,261	SPDR BARCLY CAPTL HIGH YIELD BOND ETF	09/29/10		48,485 45		3,734 00
	Total Mutual Funds/Closed End Funds/UIT		**351,009.78**	**436,937.60**	**(12,906.72)**	**32,390.00**
	Total Stock- Acct. No. 675-04C95		450,399	448,948		
	Total Stock- Acct. No 675-04C96		2,288,313	2,524,634		
	Total item 10b- Corporate Stock		2,738,712	2,973,582		

THE BIRK FAMILY FOUNDATION, INC.
I.D. #65-0661100
2011 FORM 990-PF
SCHEDULE TO PART II, ITEM 10c PAGE 2
INVESTMENTS HELD AS OF DECEMBER 31, 2011

ITEM 10c CORPORATE BONDS – PAGE 1

Corporate Bonds

2,000	DB CONT CAP TRST II NEW MONEY 06 550% PERPETUAL	09/17/08	26,080 00	37,300 00	11,220 00	3,275 00
1,000	DB CONT CAP TRST II	12/08/09	20,170.00	18,650.00	(1,520 00)	1,637 00
500	DB CONT CAP TRST II	12/08/09	10,090.00	9,325 00	(765 00)	819 00
2,000	HSBC FINANCE CORPORATION 06 360% PERPETUAL MOODY'S BAA2 S&P: BBB+	07/09/08	36,280 00	42,500 00	6,220 00	3,181 00
300	HSBC FINANCE CORPORATION	12/08/09	5,937.00	6,375.00	438.00	477 00
700	HSBC FINANCE CORPORATION	12/08/09	13,860.00	14,875 00	1,015 00	1,114 00
2,000	HCP INC NEW MONEY SER F 07 100% PERPETUAL	09/18/08	35,080.00	50,860.00	15,780 00	3,550 00
1,100	METLIFE INC 3M LIBOR +100, 4% FLOOR NON-CUM FLOAT RATE PFD	09/16/08	13,794.00	24,200.00	10,406 00	1,113 00

THE BIRK FAMILY FOUNDATION, INC.
I.D. #65-0661100
2011 FORM 990-PF
SCHEDULE TO PART II, ITEM 10c PAGE 2
INVESTMENTS HELD AS OF DECEMBER 31, 2011

ITEM 10c CORPORATE BONDS – PAGE 2

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
			Corporate Bonds				
900	METLIFE INC	09/17/08	11,286.00	19,800.00	8,514 00		910.00
1,000	METLIFE INC	06/17/09	16,250.00	22,000 00	5,750 00		1,012 00
100	MORGAN STANLEY NEW MONEY SER A FLT% PERPETUAL	09/09/08	1,348.00	1,471.00	123.00		103 00
1,400	MORGAN STANLEY	09/09/08	18,900.00	20,594 00	1,694.00		1,431 00
500	MORGAN STANLEY	09/10/08	6,750 00	7,355.00	605 00		511 00
1,000	MORGAN STANLEY	06/17/09	14,500.00	14,710 00	210 00		1,023 00
1,000	MORGAN STANLEY	12/08/09	19,250.00	14,710 00	(4,540 00)		1,023 00
300	MORGAN STANLEY	06/07/11	6,435.00	4,413 00	(2,022 00)		307 00
100	MORGAN STANLEY	06/07/11	2,152.35	1,471.00	(681 35)		103 00
100	MORGAN STANLEY	06/07/11	2,148 00	1,471 00	(677.00)		103 00
100	MORGAN STANLEY	06/07/11	2,150.00	1,471 00	(679 00)		103 00
1,000	MORGAN STANLEY	06/07/11	21,510.00	14,710.00	(6,800 00)		1,023 00
83	MORGAN STANLEY	06/07/11	1,786.99	1,220.93	(566 06)		85.00
2,000	PNC CAPITAL TRUST D TRUST PFD SECS 06.125% DEC 15 2033	09/17/08	33,409.86	50,380.00	16,970 14		3,062 00

THE BIRK FAMILY FOUNDATION, INC.
I.D. #65-0661100
2011 FORM 990-PF
SCHEDULE TO PART II, ITEM 10c PAGE 2
INVESTMENTS HELD AS OF DECEMBER 31, 2011

ITEM 10c CORPORATE BONDS – PAGE 3

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/11	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
			Corporate Bonds				
600	PLC CAPITAL TRUST V CUM PFD STK 06.125% JAN 27 2034	08/05/09	9,767.92	14,670 00	4,902 08		919 00
2,400	PLC CAPITAL TRUST V	08/05/09	39,191.67	58,680 00	19,488.33		3,675 00
1,200	PLC CAPITAL TRUST V	12/08/09	21,467 40	29,340 00	7,872 60		1,838 00
2,000	WELLS FARGO CAPITAL IX DEF INT TR ORIG PFD SECS 5.625% APRIL 08 2034	09/17/08	35,040.94	50,100.00	15,059 06		2,813 00
3,000	SANTANDER FINANCE SER 6 NON CUM PFD	05/20/09	27,690 00	41,610 00	13,920 00		3,066 00
1,000	SANTANDER FINANCE	06/17/09	11,300.00	13,870 00	2,570 00		1,022 00
3,000	US BANCORP SHRS REP 1/1000 SHR SR B FLTR PERP NON CUM	06/17/09	44,700.00	65,626.80	20,926 80		2,682 00
	Total Corporate Bonds		**508,325.13**	**653,758.73**	**145,433.60**		**41,980.00**

BIRK FAMILY FOUNDATION, INC.
I.D. #65-0661100
2011 FORM 990-PF
SCHEDULE TO PART I, ITEMS14, 16a AND 23, PAGE 1

Item 14	Taxes	Foreign Taxes	$ 6,470.00
		Taxes on investment income	$ 4,580.00
	Total Taxes		**$11,050.00**
Item 16a	Legal Fees	Drinker Biddle & Reath LLP 500 Campus Drive Florham Park, New Jersey 07932-1047	**$ 2,445.00**
Item 23	Other Expenses	1. Merrill Lynch Investment Management Fee	$30,245.00
		2. Philadelphia Ins. Co. (Directors' and Officers' Insurance	$ 782.00
		3. The Association of Small Foundations (annual dues)	$ 695.00
		4. Bank certification fees in connection with payment of dividends	$ 450.00
		5. Supplies	$ 170.00
	Total Other Expenses		**$ 32,342.00**
TOTAL:			**$45,837.00**