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

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

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation THE STANLEY AND JOYCE BLACK FAMILY FOUNDATION		A Employer identification number 95-4259961
Number and street (or P.O. box number if mail is not delivered to street address) 433 NORTH CAMDEN DRIVE	Room/suite 1070	B Telephone number (310) 278-5333
City or town, state, and ZIP code BEVERLY HILLS, CA 90210		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 30,009,799.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		7,782,909.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		1,978,915.	1,977,665.		STATEMENT 1
4 Dividends and interest from securities		326,364.	326,364.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<826,895.>			
b Gross sales price for all assets on line 6a	13,040,859.				
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		<47,568.>	<47,568.>		STATEMENT 3
12 Total. Add lines 1 through 11		9,213,725.	2,256,461.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 4	28,625.	14,312.		14,312.
c Other professional fees	STMT 5	38,250.	38,250.		0.
17 Interest					
18 Taxes	STMT 6	32,773.	1,743.		160.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 7	122,210.	122,210.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		221,858.	176,515.		14,472.
25 Contributions, gifts, grants paid		1,666,405.			1,666,405.
26 Total expenses and disbursements. Add lines 24 and 25		1,888,263.	176,515.		1,680,877.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		7,325,462.			
b Net investment income (if negative, enter -0-)			2,079,946.		
c Adjusted net income (if negative, enter -0-)				N/A	

**THE STANLEY AND JOYCE BLACK
FAMILY FOUNDATION**

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	333.	333.	333.	
	2 Savings and temporary cash investments	329,195.	80,886.	80,886.	
	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				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock STMT 8	6,808,060.	8,813,196.	3,106,915.	
	c Investments - corporate bonds STMT 9	20,870,954.	26,439,589.	26,821,665.	
11 Investments - land, buildings, and equipment: basis ▶					
Less: accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other					
14 Land, buildings, and equipment: basis ▶					
Less: accumulated depreciation ▶					
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers)	28,008,542.	35,334,004.	30,009,799.		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> 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	28,008,542.	35,334,004.		
30 Total net assets or fund balances	28,008,542.	35,334,004.			
31 Total liabilities and net assets/fund balances	28,008,542.	35,334,004.			

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	28,008,542.
2 Enter amount from Part I, line 27a	2	7,325,462.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	35,334,004.
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	35,334,004.

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			
b SEE ATTACHED STATEMENTS			
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			
b			
c			
d			
e 13,040,859.		13,867,754.	<826,895.>

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			
b			
c			
d			
e			<826,895.>

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	<826,895.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	1,392,591.	21,632,551.	.064375
2009	884,794.	12,447,233.	.071084
2008	916,120.	13,895,715.	.065928
2007	1,009,168.	15,318,705.	.065878
2006	705,549.	11,988,305.	.058853

2 Total of line 1, column (d)	2	.326118
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	.065224
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	25,156,440.
5 Multiply line 4 by line 3	5	1,640,804.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	20,799.
7 Add lines 5 and 6	7	1,661,603.
8 Enter qualifying distributions from Part XII, line 4	8	1,680,877.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	20,799.
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	20,799.
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	20,799.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	31,280.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	10,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	41,280.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	20,481.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> 20,481. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► STANLEY BLACK Telephone no. ► (310) 278-5333 Located at ► 433 N. CAMDEN DR #1070, BEVERLY HILLS, CA ZIP+4 ► 90210			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

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

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(continued)

N/A

Part VIII

▶ 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. 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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	25,331,325.
b	Average of monthly cash balances	1b	208,208.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	25,539,533.
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	25,539,533.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	383,093.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	25,156,440.
6	Minimum investment return. Enter 5% of line 5	6	1,257,822.

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	1,257,822.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	20,799.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	20,799.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,237,023.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,237,023.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,237,023.

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	1,680,877.
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	1,680,877.
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	5	20,799.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,660,078.

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				1,237,023.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009	32,142.			
e From 2010	1,409,870.			
f Total of lines 3a through e	1,442,012.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 1,680,877.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions) **	1,680,877.			
d Applied to 2011 distributable amount				0.
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).)	1,237,023.			1,237,023.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,885,866.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1,885,866.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010	204,989.			
e Excess from 2011	1,680,877.			

** SEE STATEMENT 11

Form 990-PF (2011)

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 ATTACHED SCHEDULE 433 NORTH CAMDEN DRIVE 1070 BEVERLY HILLS, CA 90210	NONE	PUBLIC CHARITY	PUBLIC SUPPORT OF ORGANIZATION MISSION	1,666,405.
Total			3a	1,666,405.
b Approved for future payment				
NONE				
Total			3b	0.

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2011

Name of the organization

THE STANLEY AND JOYCE BLACK
FAMILY FOUNDATION

Employer identification number

95-4259961

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

THE STANLEY AND JOYCE BLACK
FAMILY FOUNDATION

Employer identification number

95-4259961

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	STANLEY BLACK 433 NORTH CAMDEN DRIVE #1070 BEVERLY HILLS, CA 90210	\$ 7,782,909.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization THE STANLEY AND JOYCE BLACK FAMILY FOUNDATION	Employer identification number 95-4259961
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Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	<u>VARIOUS PUBLICLY TRADED SECURITIES.</u> <u>DETAILED CONTRIBUTION SCHEDULES</u> <u>MAINTAINED BY THE ORGANIZATION.</u>	\$ <u>7,782,909.</u>	<u>12/30/11</u>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization

**THE STANLEY AND JOYCE BLACK
FAMILY FOUNDATION**

Employer identification number

95-4259961**Part III**

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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	BREITBURN ENERGY	P	VARIOUS	07/01/11
b	GENESIS ENERGY	P	VARIOUS	07/01/11
c	KINDER MORGAN ENERGY	P	VARIOUS	07/01/11
d	350,000 SHS OF EDISON MISSION ENERGY SR NT 7.7596	P	09/28/11	10/27/11
e	50,000 SHS OF HERTZ CORP NOTE	P	11/15/10	01/10/11
f	250,000 SHS OF NRG ENERGY INC SR NT ACRD 20	P	08/22/11	10/27/11
g	400,000 SHS OF EDISON MISSION ENERGY SR NT 7.75%	P	12/02/10	02/10/11
h	250,000 SHS OF LEVI STRAUSS & CO NEW SR NT	P	08/22/11	10/31/11
i	0.669 SHS OF RMR REAL ESTATE INCOME FUND	P	03/31/11	06/14/11
j	1.888 SHS OF RMR REAL ESTATE INCOME FUND	P	03/31/11	06/14/11
k	50,000 SHS OF NRG ENERGY INC SR NT ACRD 20	P	08/11/11	10/27/11
l	66,000 SHS OF HERTZ CORP NOTE	P	10/20/10	01/10/11
m	100,000 SHS OF AMERICAN GEN FIN CORP MEDIUM TERM	P	09/29/10	01/19/11
n	36,000 SHS OF HERTZ CORP NOTE	P	09/20/10	01/10/11
o	29,000 SHS OF HERTZ CORP NOTE	P	08/26/10	01/10/11

(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	<4.>		<4.>
b	<104.>		<104.>
c	220.		220.
d	262,494.	247,194.	15,300.
e	41,624.	45,135.	<3,511.>
f	254,995.	254,296.	699.
g	355,996.	358,406.	<2,410.>
h	249,994.	244,006.	5,988.
i	22.	21.	1.
j	60.	59.	1.
k	50,999.	49,256.	1,743.
l	54,944.	58,094.	<3,150.>
m	82,094.	77,750.	4,344.
n	29,969.	31,806.	<1,837.>
o	24,142.	25,427.	<1,285.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<4.>
b			<104.>
c			220.
d			15,300.
e			<3,511.>
f			699.
g			<2,410.>
h			5,988.
i			1.
j			1.
k			1,743.
l			<3,150.>
m			4,344.
n			<1,837.>
o			<1,285.>

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 }3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

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	200,000 SHS OF SPRINT CAPITAL CORP NOTE	P	11/30/10	04/19/11
b	34,000 SHS OF ALBERTSON'S INC MEDIUM TERM NOTE	P	10/05/10	02/24/11
c	30,000 SHS OF HILTON HOTELS CORP SR NOTE	P	09/27/10	02/16/11
d	65,000 SHS OF HERTZ CORP NOTE	P	08/17/10	01/10/11
e	98,000 SHS OF UNITED STS STL CORP NEW SR NT	P	09/15/10	02/16/11
f	141,000 SHS OF ALBERTSONS INC	P	11/24/10	05/04/11
g	100,000 SHS OF AVIS BUDGET CAR RENT LLC /AVIS SR	P	07/26/10	01/06/11
h	2.663 SHS OF RMR REAL ESTATE INCOME FUND	P	12/31/10	06/14/11
i	106,000 SHS OF ALBERTSONS INC	P	11/08/10	05/04/11
j	159,000 SHS OF ALBERTSONS INC	P	11/24/10	05/20/11
k	400,000 SHS OF CLEAR CHANNEL COMMUNICATIONS SR NT	P	01/06/11	07/07/11
l	100,000 SHS OF AVIS BUDGET CAR RENT LLC IAVIS SR	P	06/21/10	01/06/11
m	60,000 SHS OF LUCENT TECHNOLOGIES INC DEBS	P	11/12/10	06/14/11
n	500,000 SHS OF WMG HOLDINGS CORP NOTES STEP CPN	P	01/07/11	08/19/11
o	2.662 SHS OF RMR REAL ESTATE INCOME FUND	P	10/15/10	06/14/11

(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 216,496.		202,090.	14,406.
b 22,776.		26,407.	<3,631.>
c 29,524.		30,366.	<842.>
d 54,111.		56,715.	<2,604.>
e 84,519.		92,207.	<7,688.>
f 120,728.		112,098.	8,630.
g 100,997.		98,806.	2,191.
h 84.		79.	5.
i 90,760.		90,438.	322.
j 139,119.		126,408.	12,711.
k 362,996.		384,118.	<21,122.>
l 100,997.		98,506.	2,491.
m 53,019.		53,415.	<396.>
n 515,835.		506,006.	9,829.
o 84.		78.	6.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			14,406.
b			<3,631.>
c			<842.>
d			<2,604.>
e			<7,688.>
f			8,630.
g			2,191.
h			5.
i			322.
j			12,711.
k			<21,122.>
l			2,491.
m			<396.>
n			9,829.
o			6.

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	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	

FAMILY FOUNDATION

95-4259961

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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	17,000 SHS OF FORD MOTOR CO DEL DEBS	P	09/15/10	05/24/11
b	100,000 SHS OF CLEAR CHANNEL COMMUNICATIONS SR NT	P	10/21/10	07/07/11
c	100,000 SHS OF SPRINT CAPITAL CORP NOTE	P	06/28/10	03/28/11
d	300,000 SHS OF CLEAR CHANNEL COMMUNICATIONS SR NT	P	10/04/10	07/05/11
e	200,000 SHS OF CLEAR CHANNEL COMMUNICATIONS SR NT	P	10/04/10	07/07/11
f	300,000 SHS OF EDISON MISSION ENERGY SR NT 7.75%	P	05/03/10	02/10/11
g	100,000 SHS OF MGM MIRAGE	P	05/12/10	03/01/11
h	100,000 SHS OF MGM MIRAGE INC SR NT	P	07/16/10	05/05/11
i	200,000 SHS OF MGM MIRAGE INC SR NT	P	07/16/10	05/05/11
j	100,000 SHS OF SPRINT CAPITAL CORP NOTE	P	06/28/10	04/19/11
k	234,000 SHS OF FORD MOTOR CO DEL DEBS	P	07/22/10	05/24/11
l	100,000 SHS OF EDISON MISSION ENERGY SR NT TRANCH	P	03/11/10	01/24/11
m	100,000 SHS OF EDISON MISSION ENERGY SR NT TRANCH	P	03/02/10	01/20/11
n	100,000 SHS OF EDISON MISSION ENERGY SR NT TRANCH	P	03/04/10	01/24/11
o	200,000 SHS OF EDISON MISSION ENERGY SR NT TRANCH	P	03/11/10	02/01/11

(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 17,509.		16,392.	1,117.
b 90,749.		79,982.	10,767.
c 104,498.		100,003.	4,495.
d 272,244.		247,488.	24,756.
e 181,498.		165,017.	16,481.
f 266,997.		245,256.	21,741.
g 94,994.		87,756.	7,238.
h 95,998.		86,006.	9,992.
i 191,996.		172,006.	19,990.
j 108,248.		100,003.	8,245.
k 241,013.		234,000.	7,013.
l 79,998.		76,701.	3,297.
m 79,749.		76,003.	3,746.
n 79,998.		75,756.	4,242.
o 163,094.		153,404.	9,690.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,117.
b			10,767.
c			4,495.
d			24,756.
e			16,481.
f			21,741.
g			7,238.
h			9,992.
i			19,990.
j			8,245.
k			7,013.
l			3,297.
m			3,746.
n			4,242.
o			9,690.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

FAMILY FOUNDATION

95-4259961

PAGE

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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	100,000 SHS OF EDISON MISSION ENERGY SR NT TRANCH	P	03/02/10	01/24/11
b	100,000 SHS OF EDISON MISSION ENERGY SR NT TRANCH	P	03/02/10	01/24/11
c	100,000 SHS OF EDISON MISSION ENERGY SR NT TRANCH	P	02/25/10	01/20/11
d	100,000 SHS OF SR NT MGM MIRAGE	P	05/13/10	04/07/11
e	3.067 SHS OF RMR REAL ESTATE INCOME FUND	P	07/02/10	06/14/11
f	45,000 SHS OF HERTZ CORP NOTE	P	01/26/10	01/10/11
g	300,000 SHS OF MGM MIRAGE INC SRNT	P	04/27/10	04/19/11
h	40,000 SHS OF HERTZ CORP NOTE	P	01/08/10	01/10/11
i	200,000 SHS OF SPRINT CAPITAL CORP NOTE	P	03/22/10	03/28/11
j	100,000 SHS OF MIRANT AMERICAS GENERATION LLC SEN	P	04/06/10	04/27/11
k	200,000 SHS OF SPRINT CAPITAL CORP	P	04/23/10	05/24/11
l	100,000 SHS OF MCM MIRAGE SR NT	P	01/20/10	02/28/11
m	400,000 SHS OF EDISON MISSION ENERGY SR NT TRANCH	P	12/11/09	01/20/11
n	1,000 SHS OF FORD MOTOR CO CAP TR II TR ORIGINATE	P	02/02/10	03/15/11
o	100,000 SHS OF SPRINT CAPITAL CORP	P	02/12/10	03/28/11

(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 79,998.		76,003.	3,995.
b 79,998.		76,006.	3,992.
c 79,749.		77,006.	2,743.
d 94,494.		87,506.	6,988.
e 97.		76.	21.
f 37,462.		33,714.	3,748.
g 284,994.		273,906.	11,088.
h 33,299.		27,560.	5,739.
i 208,996.		190,406.	18,590.
j 103,244.		95,006.	8,238.
k 189,494.		180,006.	9,488.
l 94,998.		90,756.	4,242.
m 318,996.		310,006.	8,990.
n 50,330.		43,826.	6,504.
o 104,498.		89,756.	14,742.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			3,995.
b			3,992.
c			2,743.
d			6,988.
e			21.
f			3,748.
g			11,088.
h			5,739.
i			18,590.
j			8,238.
k			9,488.
l			4,242.
m			8,990.
n			6,504.
o			14,742.

- 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 }
- 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 }

2

3

FAMILY FOUNDATION

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	1,000 SHS OF FORD MOTOR CO CAP TR II TR ORIGINATE	P	01/29/10	03/15/11
b	100,000 SHS OF SPRINGLEAF FIN CORP MEDIUM TERM SR	P	04/20/10	06/14/11
c	15,000 SHS OF FORD MOTOR CO DEBS	P	03/03/10	05/06/11
d	19,000 SHS OF ALBERTSONS INC	P	02/19/10	05/04/11
e	2.718 SHS OF RMR REAL ESTATE INCOME FUND	P	04/01/10	06/14/11
f	47,000 SHS OF LAS VEGAS SANDS CORP SR NT	P	11/30/09	02/24/11
g	70,000 SHS OF HERTZ CORP	P	09/30/09	01/06/11
h	110,000 SHS OF GOODYEAR TIRE & RUBBER CO NTS	P	09/02/10	12/14/11
i	100,000 SHS OF MGM MIRAGE SRNT	P	10/30/09	02/28/11
j	100,000 SHS OF MGM MIRAGE SR NT	P	10/27/09	02/28/11
k	100,000 SHS OF FORD MOTOR CO DEL DEB	P	02/08/10	06/14/11
l	100,000 SHS OF FORD MOTOR CO DEL DEB	P	02/03/10	06/14/11
m	200,000 SHS OF RITE AID CORP DEBENTURES	P	02/19/10	07/05/11
n	100,000 SHS OF HERTZ CORP SR SB NT 10.5%16	P	08/20/09	01/04/11
o	179 SHS OF RMR REAL ESTATE INCOME FUND CUSIP 7496	P	12/15/09	06/14/11

(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 50,330.		42,095.	8,235.
b 90,994.		88,375.	2,619.
c 15,444.		13,095.	2,349.
d 16,268.		17,301.	<1,033.>
e 86.		72.	14.
f 47,243.		44,264.	2,979.
g 67,194.		62,277.	4,917.
h 106,144.		106,345.	<201.>
i 94,998.		79,006.	15,992.
j 94,998.		81,756.	13,242.
k 115,997.		98,250.	17,747.
l 115,997.		98,829.	17,168.
m 133,498.		117,856.	15,642.
n 105,250.		99,756.	5,494.
o 5,670.			5,670.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			8,235.
b			2,619.
c			2,349.
d			<1,033.>
e			14.
f			2,979.
g			4,917.
h			<201.>
i			15,992.
j			13,242.
k			17,747.
l			17,168.
m			15,642.
n			5,494.
o			5,670.

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	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	

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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 6,000 SHS OF ALBERTSONS INC	P	10/30/09	05/04/11
b 34,000 SHS OF ALBERTSONS INC	P	10/30/09	05/04/11
c 100,000 SHS OF HERTZ CORP SR S8 NT 10.5%16	P	06/26/09	01/04/11
d 5,000 SHS OF INC INFRASTRUCTURE INDUSTRIALS AND M	P	01/26/10	08/30/11
e 10,000 SHS OF RITE AID CORP DEBENTURES	P	10/30/09	07/05/11
f 100,000 SHS OF ROYAL CARIBBEAN CRUISES LTD SR NOT	P	09/03/09	05/25/11
g 20,000 SHS OF ALBERTSON'S INC MEDIUM TERM NOTE	P	05/21/09	02/24/11
h 200,000 SHS OF RITE AID CORP DEBENTURES	P	09/24/09	07/05/11
i 10,000 SHS OF MACYS RETAIL HLDCS INC	P	05/12/09	02/24/11
j 75,000 SHS OF HERTZ CORP SR S8 NT 10.5%16	P	03/03/09	01/04/11
k 50,000 SHS OF ALBERTSONS INC MEDIUM TERM NOTE SE	P	06/12/09	05/06/11
l 35,000 SHS OF ALBERTSONS INC	P	05/06/09	05/04/11
m 65,000 SHS OF ALBERTSONS INC	P	05/06/09	05/04/11
n 31,000 SHS OF GOODYEAR TIRE & RUBR CO	P	05/22/09	05/27/11
o 100,000 SHS OF RITE AID CORP SR NT 9.375%15	P	10/15/09	10/25/11

(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 5,137.		5,535.	<398.>
b 29,112.		31,365.	<2,253.>
c 105,250.		87,499.	17,751.
d 93,268.		100,000.	<6,732.>
e 6,675.		6,170.	505.
f 99,994.		76,510.	23,484.
g 13,398.		14,900.	<1,502.>
h 133,498.		123,506.	9,992.
i 9,894.		7,550.	2,344.
j 78,938.		83,500.	<4,562.>
k 48,744.		44,691.	4,053.
l 29,964.		31,852.	<1,888.>
m 55,652.		59,154.	<3,502.>
n 34,255.		31,121.	3,134.
o 90,998.		89,500.	1,498.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<398.>
b			<2,253.>
c			17,751.
d			<6,732.>
e			505.
f			23,484.
g			<1,502.>
h			9,992.
i			2,344.
j			<4,562.>
k			4,053.
l			<1,888.>
m			<3,502.>
n			3,134.
o			1,498.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

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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	30,000 SHS OF BANK AMERICA CORP DEP SH REPSTG 1/2	P	04/06/09	07/14/11
b	2,000 SHS OF INVESCO GLOBAL REAL ESTATE INCOME FU	P	09/29/08	01/19/11
c	100,000 SHS OF HERTZ CORP SR 5B NT 10.5%16	P	09/03/08	01/04/11
d	710.513 SHS OF WTS GENERAL MOTORS COMPANY CUSIP 3	P	12/18/08	05/09/11
e	710.513 SHS OF WTS GENERAL MOTORS COMPANY CUSIP 3	P	12/18/08	05/09/11
f	41,000 SHS OF ALBERTSONS INC	P	11/24/08	05/04/11
g	4,000 SHS OF BARCLAYS BK PLC 6.625% NON CUM PFD	P	12/18/08	07/14/11
h	38.575 SHS OF DWS SECS TR RREEF GLOBAL REAL ESTAT	P	11/11/08	06/08/11
i	5,000 SHS OF INC CROEP N V 8.500I INC PERPETUAL H	P	01/07/09	08/11/11
j	367.234 SHS OF WTS GENERAL MOTORS COMPANY	P	09/29/08	05/09/11
k	367.234 SHS OF WTS GENERAL MOTORS COMPANY CUSIP 3	P	09/29/08	05/09/11
l	370.862 SHS OF WTS GENERAL MOTORS COMPANY CUSIP 3	P	09/29/08	05/09/11
m	370.862 SHS OF WTS GENERAL MOTORS COMPANY CUSIP 3	P	09/29/08	05/09/11
n	0.654 SHS OF WTS CENERAL MOTORS COMPANY	P	12/18/08	08/01/11
o	0.242 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	08/01/11

(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 30,669.		12,750.	17,919.
b 16,340.			16,340.
c 105,250.		91,006.	14,244.
d 11,963.			11,963.
e 15,990.			15,990.
f 35,104.		28,395.	6,709.
g 92,907.		47,880.	45,027.
h 301.		200.	101.
i 113,862.		96,742.	17,120.
j 6,183.			6,183.
k 8,264.			8,264.
l 6,245.			6,245.
m 8,346.			8,346.
n 9.			9.
o 3.			3.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			17,919.
b			16,340.
c			14,244.
d			11,963.
e			15,990.
f			6,709.
g			45,027.
h			101.
i			17,120.
j			6,183.
k			8,264.
l			6,245.
m			8,346.
n			9.
o			3.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

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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	0.242 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	08/01/11
b	0.329 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	08/01/11
c	0.329 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	08/01/11
d	0.33 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	08/01/11
e	0.33 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	08/01/11
f	0.654 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	08/01/11
g	0.667 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	08/01/11
h	0.667 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	08/01/11
i	0.743 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	08/01/11
j	0.743 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	08/01/11
k	0.805 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	08/01/11
l	0.805 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	08/01/11
m	0.817 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	08/01/11
n	0.817 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	08/01/11
o	10,000 SHS OF CENTERLINE HOLDING COMPANY	P	09/29/08	06/08/11

(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 5.			5.
b 4.			4.
c 6.			6.
d 4.			4.
e 6.			6.
f 12.			12.
g 9.			9.
h 13.			13.
i 10.			10.
j 14.			14.
k 11.			11.
l 15.			15.
m 11.			11.
n 15.			15.
o 919.		245,400.	<244,481.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			5.
b			4.
c			6.
d			4.
e			6.
f			12.
g			9.
h			13.
i			10.
j			14.
k			11.
l			15.
m			11.
n			15.
o			<244,481.>

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	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	

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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	576 SHS OF COLLECTIVE BRANDS INC	P	09/29/08	06/14/11
b	5,000 SHS OF PIMCO CORPORATE & INCOME OPPORTUNITY	P	09/29/08	06/14/11
c	152 SHS OF WALTER INVESTMENT MANAGEMENT CORP WMG	P	09/29/08	06/14/11
d	309 SHS OF WTS GENERAL MOTORS COMPANY CUSIP 37045	P	12/18/08	09/07/11
e	309 SHS OF WTS GENERAL MOTORS COMPANY CUSIP 37045	P	12/18/08	09/07/11
f	1126.512 SHS OF GENERAL MOTORS COMPANY CUSIP 3704	P	12/18/08	09/08/11
g	0.305 SHS OF CALAMOS CONV & HIGH INCOME FD	P	10/29/08	08/11/11
h	150 SHS OF CALAMOS CONV & HIGH INCOME FD	P	10/29/08	08/11/11
i	100,000 SHS OF ISTAR FINL INC SRNT	P	09/10/08	06/29/11
j	60,000 SHS OF RITE AID CORP	P	05/09/08	03/08/11
k	10,456 SHS OF CALAMOS CONY & HIGH INCOME FD	P	09/29/08	08/11/11
l	0.132 SHS OF GENERAL MOTORS COMPANY	P	12/18/08	11/02/11
m	0.83 SHS OF GENERAL MOTORS COMPANY	P	12/18/08	11/02/11
n	0.899 SHS OF GENERAL MOTORS COMPANY	P	12/18/08	11/02/11
o	0.907 SHS OF GENERAL MOTORS COMPANY	P	12/18/08	11/02/11

(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 8,157.		10,310.	<2,153.>
b 102,751.		75,000.	27,751.
c 2,668.			2,668.
d 2,910.			2,910.
e 4,211.			4,211.
f 25,353.			25,353.
g 3.		3.	0.
h 1,673.		1,272.	401.
i 99,494.		83,096.	16,398.
j 40,496.		37,502.	2,994.
k 116,607.		162,232.	<45,625.>
l 3.			3.
m 19.			19.
n 21.			21.
o 21.			21.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<2,153.>
b			27,751.
c			2,668.
d			2,910.
e			4,211.
f			25,353.
g			0.
h			401.
i			16,398.
j			2,994.
k			<45,625.>
l			3.
m			19.
n			21.
o			21.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

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	0.932 SHS OF GENERAL MOTORS COMPANY	P	12/18/08	11/02/11
b	0.983 SHS OF GENERAL MOTORS COMPANY	P	12/18/08	11/02/11
c	0.995 SHS OF GENERAL MOTORS COMPANY	P	12/18/08	11/02/11
d	0.076 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	11/02/11
e	0.118 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	11/02/11
f	0.076 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	11/02/11
g	0.118 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	11/02/11
h	0.12 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	11/02/11
i	0.12 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	11/02/11
j	0.188 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	11/02/11
k	0.188 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	11/02/11
l	0.45 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	11/02/11
m	0.45 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	11/02/11
n	0.727 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	11/02/11
o	0.727 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	11/02/11

(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	22.		22.
b	23.		23.
c	23.		23.
d	1.		1.
e	2.		2.
f	1.		1.
g	1.		1.
h	1.		1.
i	2.		2.
j	2.		2.
k	3.		3.
l	5.		5.
m	7.		7.
n	7.		7.
o	11.		11.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			22.
b			23.
c			23.
d			1.
e			2.
f			1.
g			1.
h			1.
i			2.
j			2.
k			3.
l			5.
m			7.
n			7.
o			11.

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 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

2

3

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	0.756 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	11/02/11
b	0.756 SHS OF WTS GENERAL MOTORS COMPANY	P	12/18/08	11/02/11
c	403.956 SHS OF GENERAL MOTORS COMPANY CUSIP 37045	P	09/29/08	09/08/11
d	407.948 SHS OF GENERAL MOTORS COMPANY CUSIP 37045	P	09/29/08	09/08/11
e	100,000 SHS OF BURLINGTON COAT FACTORY SR NT 11.1	P	04/30/08	04/15/11
f	250 SHS OF GENERAL MOTORS COMPANY CUSIP 37045V100	P	12/18/08	12/06/11
g	1000,00 SHS OF BURLINGTON COAT FACTORY SR NT 11.1	P	04/16/08	04/15/11
h	200 SHS OF FIRST INDUSTRIAL REALTV TRUST INC	P	06/06/08	06/08/11
i	1,200 SHS OF FIRST INDUSTRIAL REALTV TRUST INC	P	06/06/08	06/08/11
j	1,100 SHS OF FIRST INDUSTRIAL REALTV TRUST INC	P	06/06/08	06/08/11
k	600 SHS OF FIRST INDUSTRIAL REALTV TRUST INC	P	06/06/08	06/08/11
l	200 SHS OF FIRST INDUSTRIAL REALTY TRUST INC	P	06/06/08	06/08/11
m	200 SHS OF FIRST INDUSTRIAL REALTY TRUST INC	P	06/06/08	06/08/11
n	10,000 SHS OF RITE AID CORP DEBENTURES	P	05/19/08	05/25/11
o	100,000 SHS OF RITE AID CORP DEBENTURES	P	05/13/08	05/25/11

(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 8.			8.
b 11.			11.
c 9,091.			9,091.
d 9,181.			9,181.
e 102,781.		92,157.	10,624.
f 5,262.			5,262.
g 102,781.		89,457.	13,324.
h 2,272.		6,244.	<3,972.>
i 13,629.		37,536.	<23,907.>
j 12,493.		34,397.	<21,904.>
k 6,815.		18,732.	<11,917.>
l 2,272.		6,246.	<3,974.>
m 2,272.		6,248.	<3,976.>
n 6,725.		6,251.	474.
o 67,247.		62,506.	4,741.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			8.
b			11.
c			9,091.
d			9,181.
e			10,624.
f			5,262.
g			13,324.
h			<3,972.>
i			<23,907.>
j			<21,904.>
k			<11,917.>
l			<3,974.>
m			<3,976.>
n			474.
o			4,741.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

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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 90,000 SHS OF RITE AID CORP DEBENTURES	P	05/09/08	05/25/11
b 100,000 SHS OF RITE AID CORP DEBENTURES	P	06/09/08	07/05/11
c 90,000 SHS OF RITE AID CORP DEBENTURES	P	05/19/08	07/05/11
d 50,000 SHS OF RITE AID CORP DEBENTURES	P	01/07/08	03/08/11
e 4,000 SHS OF INC CROEP N V 8.50% INC PERPETUAL HY	P	06/10/08	08/11/11
f 100,000 SHS OF BURLINGTON COAT FACTORY SR NT 11.1	P	01/08/08	04/15/11
g 374.056 SHS OF WTS GENERAL MOTORS COMPANY	P	01/25/08	05/09/11
h 374.057 SHS OF WTS GENERAL MOTORS COMPANY	P	01/25/08	05/09/11
i 1,000 SHS OF VISA INC CL A COMMON STOCK WTS	P	03/18/08	07/19/11
j 100,000 SHS OF BURLINGTON COAT FACTORY SR NT 11.1	P	10/24/07	04/15/11
k 100,000 SHS OF RITE AID CORP SR NT 9.375%15	P	04/01/08	09/28/11
l 100,000 SHS OF RITE AID CORP SR NT 9.375%15	P	03/27/08	09/28/11
m 100,000 SHS OF RITE AID CORP SR NT 9.375%15	P	03/27/08	09/28/11
n 100,000 SHS OF RITE AID CORP SR NT 9.375%1 5	P	04/10/08	10/25/11
o 100,000 SHS OF RITE AID CORP SR NT 9.375%15	P	04/10/08	10/25/11

(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 60,522.		56,253.	4,269.
b 66,749.		61,238.	5,511.
c 60,074.		56,255.	3,819.
d 33,747.		35,811.	<2,064.>
e 91,090.		100,000.	<8,910.>
f 102,781.		86,775.	16,006.
g 6,298.		20,739.	<14,441.>
h 8,418.		26,797.	<18,379.>
i 88,997.		44,000.	44,997.
j 102,781.		95,491.	7,290.
k 85,998.		86,937.	<939.>
l 85,998.		86,460.	<462.>
m 85,998.		86,637.	<639.>
n 90,998.		89,217.	1,781.
o 90,998.		89,217.	1,781.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			4,269.
b			5,511.
c			3,819.
d			<2,064.>
e			<8,910.>
f			16,006.
g			<14,441.>
h			<18,379.>
i			44,997.
j			7,290.
k			<939.>
l			<462.>
m			<639.>
n			1,781.
o			1,781.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

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	100,000 SHS OF RITE AID CORP SR NT 9.375	P	04/08/08	10/25/11
b	411.461 SHS OF GENERAL MOTORS COMPANY	P	01/25/08	09/08/11
c	134 SHS OF GENERAL MARITIME CORPORATION NEW	P	10/03/07	06/14/11
d	2,546 SHS OF GENERAL MARITIME CORPORATION NEW	P	10/03/07	06/14/11
e	3,042.603 SHS OF DWS SECS TR RREEF GLOBAL REAL ES	P	06/26/07	06/08/11
f	185.683 SHS OF WTS GENERAL MOTORS COMPANY	P	12/28/06	05/09/11
g	185.683 SHS OF WTS GENERAL MOTORS COMPANY	P	12/28/06	05/09/11
h	371.975 SHS OF WTS GENERAL MOTORS COMPANY	P	12/28/06	05/09/11
i	371.975 SHS OF WTS GENERAL MOTORS COMPANY	P	12/28/06	05/09/11
j	371.975 SHS OF WTS GENERAL MOTORS COMPANY	P	12/28/06	05/09/11
k	371.975 SHS OF WTS GENERAL MOTORS COMPANY	P	12/28/06	05/09/11
l	56.108 SHS OF WTS GENERAL MOTORS COMPANY CUSIP 37	P	12/22/06	05/09/11
m	56.108 SHS OF WTS GENERAL MOTORS COMPANY CUSIP 37	P	12/22/06	05/09/11
n	369.571 SHS OF WTS GENERAL MOTORS COMPANY CUSIP 3	P	12/22/06	05/09/11
o	369.571 SHS OF WTS GENERAL MOTORS COMPANY CUSIP 3	P	12/22/06	05/09/11

(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 90,998.		88,085.	2,913.
b 9,260.		40,153.	<30,893.>
c 200.		2,699.	<2,499.>
d 3,799.		51,286.	<47,487.>
e 23,735.		49,967.	<26,232.>
f 3,127.		10,939.	<7,812.>
g 4,179.		14,134.	<9,955.>
h 6,263.		22,823.	<16,560.>
i 6,263.		22,823.	<16,560.>
j 8,371.		29,489.	<21,118.>
k 8,371.		29,489.	<21,118.>
l 945.			945.
m 1,263.			1,263.
n 6,223.			6,223.
o 8,317.			8,317.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			2,913.
b			<30,893.>
c			<2,499.>
d			<47,487.>
e			<26,232.>
f			<7,812.>
g			<9,955.>
h			<16,560.>
i			<16,560.>
j			<21,118.>
k			<21,118.>
l			945.
m			1,263.
n			6,223.
o			8,317.

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	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

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	1,000 SHS OF EV ENERGY PARTNERS L P UNITS REPSTG	P	09/26/06	03/15/11
b	187.028 SHS OF WTS GENERAL MOTORS COMPANY	P	10/23/06	05/09/11
c	187.028 SHS OF WTS GENERAL MOTORS COMPANY	P	10/23/06	05/09/11
d	204.251 SHS OF GENERAL MOTORS COMPANY	P	12/28/06	09/08/11
e	409.171 SHS OF GENERAL MOTORS COMPANY	P	12/28/06	09/08/11
f	409.171 SHS OF GENERAL MOTORS COMPANY	P	12/28/06	09/08/11
g	374.056 SHS OF WTS GENERAL MOTORS COMPANY	P	08/23/06	05/09/11
h	374.057 SHS OF WTS GENERAL MOTORS COMPANY	P	08/23/06	05/09/11
i	61.719 SHS OF GENERAL MOTORS COMPANY CUSIP 37045V	P	12/22/06	09/08/11
j	406.527 SHS OF GENERAL MOTORS COMPANY CUSIP 37045	P	12/22/06	09/08/11
k	374.056 SHS OF WTS GENERAL MOTORS COMPANY	P	08/17/06	05/09/11
l	374.057 SHS OF WTS GENERAL MOTORS COMPANY	P	08/17/06	05/09/11
m	130.919 SHS OF WTS GENERAL MOTORS COMPANY	P	08/08/06	05/09/11
n	130.919 SHS OF WTS GENERAL MOTORS COMPANY	P	08/08/06	05/09/11
o	205.73 SHS OF GENERAL MOTORS COMPANY	P	10/23/06	09/08/11

(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 43,396.		20,000.	23,396.
b 3,149.		9,692.	<6,543.>
c 4,209.		12,523.	<8,314.>
d 4,597.		21,178.	<16,581.>
e 9,209.		44,187.	<34,978.>
f 9,209.		44,187.	<34,978.>
g 6,298.		21,302.	<15,004.>
h 8,418.		27,524.	<19,106.>
i 1,389.			1,389.
j 9,149.			9,149.
k 6,298.		21,978.	<15,680.>
l 8,418.		28,397.	<19,979.>
m 2,204.		7,534.	<5,330.>
n 2,946.		9,734.	<6,788.>
o 4,630.		18,764.	<14,134.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			23,396.
b			<6,543.>
c			<8,314.>
d			<16,581.>
e			<34,978.>
f			<34,978.>
g			<15,004.>
h			<19,106.>
i			1,389.
j			9,149.
k			<15,680.>
l			<19,979.>
m			<5,330.>
n			<6,788.>
o			<14,134.>

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	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	

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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	374.056 SHS OF WTS GENERAL MOTORS COMPANY	P	06/23/06	05/09/11
b	374.057 SHS OF WTS GENERAL MOTORS COMPANY	P	06/23/06	05/09/11
c	374.056 SHS OF WTS GENERAL MOTORS COMPANY	P	05/15/06	05/09/11
d	374.057 SHS OF WTS GENERAL MOTORS COMPANY	P	05/15/06	05/09/11
e	198.25 SHS OF WTS GENERAL MOTORS COMPANY	P	04/28/06	05/09/11
f	198.25 SHS OF WTS GENERAL MOTORS COMPANY	P	04/28/06	05/09/11
g	411.461 SHS OF GENERAL MOTORS COMPANY	P	08/23/06	09/08/11
h	561.085 SHS OF WTS GENERAL MOTORS COMPANY	P	04/18/06	05/09/11
i	561.085 SHS OF WTS GENERAL MOTORS COMPANY	P	04/18/06	05/09/11
j	411.461 SHS OF GENERAL MOTORS COMPANY	P	08/17/06	09/08/11
k	50,000 SHS OF FORD MOTOR CREDIT CORP MEDIUM TERM	P	12/06/05	01/06/11
l	374.056 SHS OF WTS GENERAL MOTORS COMPANY	P	03/31/06	05/09/11
m	374.057 SHS OF WTS GENERAL MOTORS COMPANY	P	03/31/06	05/09/11
n	374.056 SHS OF WTS GENERAL MOTORS COMPANY	P	03/27/06	05/09/11
o	374.057 SHS OF WTS GENERAL MOTORS COMPANY	P	03/27/06	05/09/11

(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	6,298.	20,994.	<14,696.>
b	8,418.	27,126.	<18,708.>
c	6,298.	19,978.	<13,680.>
d	8,418.	25,814.	<17,396.>
e	3,338.	10,087.	<6,749.>
f	4,462.	13,033.	<8,571.>
g	9,260.	41,242.	<31,982.>
h	9,447.	26,789.	<17,342.>
i	12,627.	34,614.	<21,987.>
j	9,260.	42,551.	<33,291.>
k	51,744.	39,505.	12,239.
l	6,298.	18,743.	<12,445.>
m	8,418.	24,218.	<15,800.>
n	6,298.	19,268.	<12,970.>
o	8,418.	24,896.	<16,478.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<14,696.>
b			<18,708.>
c			<13,680.>
d			<17,396.>
e			<6,749.>
f			<8,571.>
g			<31,982.>
h			<17,342.>
i			<21,987.>
j			<33,291.>
k			12,239.
l			<12,445.>
m			<15,800.>
n			<12,970.>
o			<16,478.>

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

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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	374.056 SHS OF WTS GENERAL MOTORS COMPANY	P	03/21/06	05/09/11
b	374.057 SHS OF WTS GENERAL MOTORS COMPANY	P	03/21/06	05/09/11
c	411.461 SHS OF GENERAL MOTORS COMPANY	P	06/23/06	09/08/11
d	374.056 SHS OF WTS GENERAL MOTORS COMPANY	P	01/31/06	05/09/11
e	374.057 SHS OF WTS GENERAL MOTORS COMPANY	P	01/31/06	05/09/11
f	1293.5 SHS OF WTS GENERAL MOTORS COMPANY CUSIP 37	P	12/23/05	05/09/11
g	1293.5 SHS OF WTS GENERAL MOTORS COMPANY CUSIP 37	P	12/23/05	05/09/11
h	241.389 SHS OF WTS GENERAL MOTORS COMPANY CUSIP 3	P	12/22/05	05/09/11
i	241.389 SHS OF WTS GENERAL MOTORS COMPANY CUSIP 3	P	12/22/05	05/09/11
j	371.975 SHS OF WTS GENERAL MOTORS COMPANY CUSIP 3	P	12/21/05	05/09/11
k	371.975 SHS OF WTS GENERAL MOTORS COMPANY CUSIP 3	P	12/21/05	05/09/11
l	617.192 SHS OF GENERAL MOTORS COMPANY	P	04/18/06	09/08/11
m	35,000 SHS OF GENERAL MOTORS ACCEP CORP	P	10/17/05	03/11/11
n	7,000 SHS OF GENERAL MTRS ACCEP CORP	P	10/17/05	03/11/11
o	185.683 SHS OF WTS GENERAL MOTORS COMPANY	P	12/08/05	05/09/11

(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 6,298.		19,586.	<13,288.>
b 8,418.		25,306.	<16,888.>
c 9,260.		40,646.	<31,386.>
d 6,298.		18,514.	<12,216.>
e 8,418.		23,922.	<15,504.>
f 29,110.			29,110.
g 21,780.			21,780.
h 4,064.			4,064.
i 5,432.			5,432.
j 6,263.			6,263.
k 8,371.			8,371.
l 13,890.		51,866.	<37,976.>
m 35,257.		28,474.	6,783.
n 7,047.		5,666.	1,381.
o 3,127.		8,739.	<5,612.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<13,288.>
b			<16,888.>
c			<31,386.>
d			<12,216.>
e			<15,504.>
f			29,110.
g			21,780.
h			4,064.
i			5,432.
j			6,263.
k			8,371.
l			<37,976.>
m			6,783.
n			1,381.
o			<5,612.>

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

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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	185.683 SHS OF WTS GENERAL MOTORS COMPANY	P	12/08/05	05/09/11
b	411.461 SHS OF GENERAL MOTORS COMPANY	P	03/31/06	09/08/11
c	50 SHS OF THORNBURG MORTGAGE INC NEW	P	12/29/05	06/08/11
d	360 SHS OF THORNBURG MORTGAGE INC NEW	P	12/29/05	06/08/11
e	150 SHS OF THORNBURG MORTGAGE INC NEW	P	12/29/05	06/08/11
f	411.461 SHS OF GENERAL MOTORS COMPANY	P	03/27/06	09/08/11
g	411.461 SHS OF GENERAL MOTORS COMPANY	P	03/21/06	09/08/11
h	411.461 SHS OF GENERAL MOTORS COMPANY	P	01/31/06	09/08/11
i	1422.846 SHS OF GENERAL MOTORS COMPANY CUSIP 3704	P	12/23/05	09/08/11
j	265.527 SHS OF GENERAL MOTORS COMPANY CUSIP 37045	P	12/22/05	09/08/11
k	409.171 SHS OF GENERAL MOTORS COMPANY CUSIP 37045	P	12/21/05	09/08/11
l	92.68 SHS OF GENERAL MOTORS COMPANY	P	12/08/05	09/08/11
m	11,000 SHS OF GENERAL MOTORS ACCEPTANCE CORP SENI	P	03/30/05	02/24/11
n	25,000 SHS OF GENERAL MOTORS ACCEPTANCE CORP GLOB	P	03/30/05	03/02/11
o	185.683 SHS OF WTS GENERAL MOTORS COMPANY	P	06/01/05	05/09/11

(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 4,179.		11,292.	<7,113.>
b 9,260.		36,289.	<27,029.>
c		13,195.	<13,195.>
d		95,040.	<95,040.>
e		39,600.	<39,600.>
f 9,260.		37,304.	<28,044.>
g 9,260.		37,919.	<28,659.>
h 9,260.		35,844.	<26,584.>
i 32,022.			32,022.
j 5,976.			5,976.
k 9,209.			9,209.
l 2,086.		7,677.	<5,591.>
m 11,448.		10,098.	1,350.
n 25,000.		23,724.	1,276.
o 3,127.		9,356.	<6,229.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<7,113.>
b			<27,029.>
c			<13,195.>
d			<95,040.>
e			<39,600.>
f			<28,044.>
g			<28,659.>
h			<26,584.>
i			32,022.
j			5,976.
k			9,209.
l			<5,591.>
m			1,350.
n			1,276.
o			<6,229.>

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

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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	185.683 SHS OF WTS GENERAL MOTORS COMPANY	P	06/01/05	05/09/11
b	185.683 SHS OF WTS GENERAL MOTORS COMPANY	P	05/23/05	05/09/11
c	185.683 SHS OF WTS GENERAL MOTORS COMPANY	P	05/23/05	05/09/11
d	334.777 SHS OF WTS GENERAL MOTORS COMPANY	P	05/16/05	05/09/11
e	334.777 SHS OF WTS GENERAL MOTORS COMPANY	P	05/16/05	05/09/11
f	187.028 SHS OF WTS GENERAL MOTORS COMPANY	P	05/10/05	05/09/11
g	187.028 SHS OF WTS GENERAL MOTORS COMPANY	P	05/10/05	05/09/11
h	187.028 SHS OF WTS GENERAL MOTORS COMPANY	P	05/10/05	05/09/11
i	281.184 SHS OF WTS GENERAL MOTORS COMPANY	P	04/04/05	05/09/11
j	281.184 SHS OF WTS GENERAL MOTORS COMPANY	P	04/04/05	05/09/11
k	2.749 SHS OF GENERAL MOTORS COMPANY	P	03/16/05	04/21/11
l	3.136 SHS OF WTS GENERAL MOTORS COMPANY	P	03/16/05	04/21/11
m	3.136 SHS OF WTS GENERAL MOTORS COMPANY	P	03/16/05	04/21/11
n	374.056 SHS OF WTS GENERAL MOTORS COMPANY	P	03/30/05	05/09/11
o	374.057 SHS OF WTS GENERAL MOTORS COMPANY	P	03/30/05	05/09/11

(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	4,179.	12,089.	<7,910.>
b	3,127.	9,067.	<5,940.>
c	4,179.	11,715.	<7,536.>
d	5,637.	17,988.	<12,351.>
e	7,534.	23,242.	<15,708.>
f	3,149.	10,048.	<6,899.>
g	3,149.	10,082.	<6,933.>
h	4,209.	12,982.	<8,773.>
i	4,735.	15,190.	<10,455.>
j	6,328.	19,626.	<13,298.>
k	84.	301.	<217.>
l	51.	195.	<144.>
m	67.	252.	<185.>
n	6,298.	23,031.	<16,733.>
o	8,418.	29,758.	<21,340.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<7,910.>
b			<5,940.>
c			<7,536.>
d			<12,351.>
e			<15,708.>
f			<6,899.>
g			<6,933.>
h			<8,773.>
i			<10,455.>
j			<13,298.>
k			<217.>
l			<144.>
m			<185.>
n			<16,733.>
o			<21,340.>

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

FAMILY FOUNDATION

95-4259961

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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	366.285 SHS OF WTS GENERAL MOTORS COMPANY	P	03/16/05	05/09/11
b	366.285 SHS OF WTS GENERAL MOTORS COMPANY	P	03/16/05	05/09/11
c	15,000 SHS OF FORD MOTOR CO DEL DEBS	P	03/24/05	05/24/11
d	101.966 SHS OF GENERAL MOTORS COMPANY	P	06/01/05	09/08/11
e	102.285 SHS OF GENERAL MOTORS COMPANY	P	06/01/05	09/08/11
f	92.999 SHS OF GENERAL MOTORS COMPANY	P	05/23/05	09/08/11
g	111.252 SHS OF GENERAL MOTORS COMPANY	P	05/23/05	09/08/11
h	83.713 SHS OF GENERAL MOTORS COMPANY	P	05/16/05	09/08/11
i	284.54 SHS OF GENERAL MOTORS COMPANY	P	05/16/05	09/08/11
j	57.619 SHS OF GENERAL MOTORS COMPANY	P	05/10/05	09/08/11
k	66.972 SHS OF GENERAL MOTORS COMPANY	P	05/10/05	09/08/11
l	138.758 SHS OF GENERAL MOTORS COMPANY	P	05/10/05	09/08/11
m	148.111 SHS OF GENERAL MOTORS COMPANY	P	05/10/05	09/08/11
n	0.219 SHS OF GENERAL MOTORS COMPANY	P	03/16/05	08/01/11
o	0.487 SHS OF GENERAL MOTORS COMPANY	P	03/16/05	08/01/11

(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	6,167.	21,772.	<15,605.>
b	8,243.	28,131.	<19,888.>
c	15,450.	13,655.	1,795.
d	2,295.	9,043.	<6,748.>
e	2,302.	9,071.	<6,769.>
f	2,093.	7,993.	<5,900.>
g	2,504.	9,561.	<7,057.>
h	1,884.	7,917.	<6,033.>
i	6,404.	26,909.	<20,505.>
j	1,297.	5,467.	<4,170.>
k	1,507.	6,333.	<4,826.>
l	3,123.	13,120.	<9,997.>
m	3,333.	14,052.	<10,719.>
n	6.	23.	<17.>
o	14.	51.	<37.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<15,605.>
b			<19,888.>
c			1,795.
d			<6,748.>
e			<6,769.>
f			<5,900.>
g			<7,057.>
h			<6,033.>
i			<20,505.>
j			<4,170.>
k			<4,826.>
l			<9,997.>
m			<10,719.>
n			<17.>
o			<37.>

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

FAMILY FOUNDATION

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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	0.53 SHS OF GENERAL MOTORS COMPANY	P	03/16/05	08/01/11
b	0.063 SHS OF GENERAL MOTORS COMPANY	P	03/16/05	08/01/11
c	0.317 SHS OF GENERAL MOTORS COMPANY	P	03/16/05	08/01/11
d	0.634 SHS OF GENERAL MOTORS COMPANY	P	03/16/05	08/01/11
e	0.598 SHS OF GENERAL MOTORS COMPANY	P	03/16/05	08/01/11
f	48.266 SHS OF GENERAL MOTORS COMPANY	P	04/04/05	09/08/11
g	261.036 SHS OF GENERAL MOTORS COMPANY	P	04/04/05	09/08/11
h	34.204 SHS OF GENERAL MOTORS COMPANY	P	03/30/05	09/08/11
i	377.256 SHS OF GENERAL MOTORS COMPANY	P	03/30/05	09/08/11
j	15.498 SHS OF GENERAL MOTORS COMPANY	P	03/16/05	09/08/11
k	385.296 SHS OF GENERAL MOTORS COMPANY	P	03/16/05	09/08/11
l	25,000 SHS OF GENERAL MTRS ACCEP CORP	P	03/30/05	10/17/11
m	30,000 SHS OF PIMCO CORPORATE & INCOME OPPORTUNIT	P	12/23/02	08/23/11
n	200,000 SHS OF PHELPS DODGE CORP	P	03/01/02	06/01/11
o	111.571 SHS OF GENERAL MOTORS COMPANY	P	12/08/05	09/08/11

(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	15.	55.	<40.>
b	2.	7.	<5.>
c	9.	33.	<24.>
d	18.	66.	<48.>
e	17.	63.	<46.>
f	1,086.	4,589.	<3,503.>
g	5,875.	24,819.	<18,944.>
h	770.	3,707.	<2,937.>
i	8,490.	40,884.	<32,394.>
j	349.	1,621.	<1,272.>
k	8,671.	40,309.	<31,638.>
l	25,000.	22,786.	2,214.
m	547,017.	525,000.	22,017.
n	200,000.	211,581.	<11,581.>
o	2,511.	9,242.	<6,731.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<40.>
b			<5.>
c			<24.>
d			<48.>
e			<46.>
f			<3,503.>
g			<18,944.>
h			<2,937.>
i			<32,394.>
j			<1,272.>
k			<31,638.>
l			2,214.
m			22,017.
n			<11,581.>
o			<6,731.>

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
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	}	3

FAMILY FOUNDATION

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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	144.011 SHS OF GENERAL MOTORS COMPANY	P	08/08/06	09/08/11
b	218.074 SHS OF GENERAL MOTORS COMPANY	P	04/28/06	09/08/11
c	411.461 SHS OF GENERAL MOTORS COMPANY	P	05/15/06	09/08/11
d	50,000 SHS OF RRIENERGYINC SR NT	P	06/10/10	04/07/11
e	40 SHS OF THORNBURG MORTGAGE INC NEW	P	12/29/05	06/08/11
f	400 SHS OF THORNBURG MORTGAGE INC NEW CUSIP 88521	P	07/15/04	06/08/11
g	187.028 SHS OF WTS GENERAL MOTORS COMPANY	P	05/10/05	05/09/11
h				
i				
j				
k				
l				
m				
n				
o				

(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 3,241.		14,586.	<11,345.>
b 4,908.		19,529.	<14,621.>
c 9,260.		38,680.	<29,420.>
d 49,807.		48,125.	1,682.
e		10,561.	<10,561.>
f			0.
g 4,209.		13,027.	<8,818.>
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<11,345.>
b			<14,621.>
c			<29,420.>
d			1,682.
e			<10,561.>
f			0.
g			<8,818.>
h			
i			
j			
k			
l			
m			
n			
o			

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	<826,895.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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

<u>SOURCE</u>	<u>AMOUNT</u>
ENBRIDGE ENERGY PARTNERS	3.
ENERGY TRANSFER PARTNERS	99.
GENESIS ENERGY	109.
KINDER MORGAN ENERGY PARTNERS	292.
LINN ENERGY	37.
RBC	1,978,375.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,978,915.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

<u>SOURCE</u>	<u>GROSS AMOUNT</u>	<u>CAPITAL GAINS DIVIDENDS</u>	<u>COLUMN (A) AMOUNT</u>
ENERGY TRANSFER PARTNERS	190.	0.	190.
KINDER MORGAN ENERGY PARTNERS	128.	0.	128.
RBC	326,042.	0.	326,042.
RMR REAL ESTATE INCOME FUND	4.	0.	4.
TOTAL TO FM 990-PF, PART I, LN 4	326,364.	0.	326,364.

FORM 990-PF OTHER INCOME STATEMENT 3

<u>DESCRIPTION</u>	<u>(A) REVENUE PER BOOKS</u>	<u>(B) NET INVEST- MENT INCOME</u>	<u>(C) ADJUSTED NET INCOME</u>
BREITBURN ENERGY PARTNERS	1,519.	1,519.	
ENBRIDGE ENERGY PARTNERS	<1,496.>	<1,496.>	
ENERGY TRANSFER PARTNERS	<18,240.>	<18,240.>	
EV ENERGY PARTNERS	567.	567.	
GENESIS ENERGY	<866.>	<866.>	
KINDER MORGAN ENERGY PARTNERS	<20,775.>	<20,775.>	
LINN ENERGY	<8,277.>	<8,277.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<47,568.>	<47,568.>	

FORM 990-PF

ACCOUNTING FEES

STATEMENT

4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING/PROFESSIONAL FEES	28,625.	14,312.		14,312.
TO FORM 990-PF, PG 1, LN 16B	28,625.	14,312.		14,312.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES	38,250.	38,250.		0.
TO FORM 990-PF, PG 1, LN 16C	38,250.	38,250.		0.

FORM 990-PF

TAXES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INTERNAL REVENUE SERVICE	30,870.	0.		0.
FRANCHISE TAX BOARD	10.	0.		10.
FOREIGN TAX	1,743.	1,743.		0.
CALIFORNIA ATTORNEY GENERAL	150.	0.		150.
TO FORM 990-PF, PG 1, LN 18	32,773.	1,743.		160.

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INSURANCE	122,210.	122,210.			0.
TO FORM 990-PF, PG 1, LN 23	122,210.	122,210.			0.

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
INVESTMENT IN CORPORATE STOCK (DETAILED SCHEDULE MAINTAINED)	8,813,196.	3,106,915.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,813,196.	3,106,915.		

FORM 990-PF	CORPORATE BONDS		STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
INVESTMENT IN CORPORATE BONDS (DETAILED SCHEDULE MAINTAINED)	26,439,589.	26,821,665.		
TOTAL TO FORM 990-PF, PART II, LINE 10C	26,439,589.	26,821,665.		

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 10
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
STANLEY BLACK 433 NORTH CAMDEN DR. #1070 BEVERLY HILLS, CA 90210	DIRECTOR PART TIME 1.00	0.	0.	0.
JOYCE BLACK 433 NORTH CAMDEN DR. #1070 BEVERLY HILLS, CA 90210	DIRECTOR PART TIME 1.00	0.	0.	0.
JANIS GOLDMAN 433 NORTH CAMDEN DR. #1070 BEVERLY HILLS, CA 90210	DIRECTOR PART TIME 1.00	0.	0.	0.
JACK BLACK 433 NORTH CAMDEN DR. #1070 BEVERLY HILLS, CA 90210	DIRECTOR PART TIME 1.00	0.	0.	0.
JILL ZALBEN 433 NORTH CAMDEN DR. #1070 BEVERLY HILLS, CA 90210	DIRECTOR PART TIME 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION
53.4942(A)-3(D)(2) TO TREAT
EXCESS QUALIFYING DISTRIBUTIONS
AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 11

PURSUANT TO IRC SEC. 4942(H)(2) AND REG. 53.4942(A)-3(D)(2), THE ABOVE
REFERENCED FOUNDATION HEREBY ELECTS TO TREAT \$1,680,877 OF CURRENT
YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING
TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE OUT OF CORPUS.

12:22 PM

10/18/12

Accrual Basis

S & J Black Family Foundation - A.G. Edwards Acct. **Donations** **January through December 2011**

Type	Date	Num	Name	Memo	Amount
Donation					
Check	1/6/2011	5948	Los Angeles Jewish Home	Donation - In Memory of Al Dick	1,000 00
Check	1/10/2011	5947	Jewish Life	Donation - 2011 Jewish Film Festival	5,000 00
Check	1/10/2011	5948	Westwood Sephardic Center	Donations	1,800 00
Check	1/11/2011	5949	CORE CALIFORNIA	Donation	2,000 00
Check	1/11/2011	5950	AIDS/LifeCycle	Donation in support of Charles Eberly Participant #5400	1,000 00
Check	1/12/2011	5951	Yeshiva Gedolah of Los Angeles	Donation - Pledge Payment	50,000 00
Check	1/13/2011	5952	JVS	Donation - 80th Anniversary Gala	15,000 00
Check	1/13/2011	5953	Chabad Jewish Center Tomocula	Donation	1,800 00
Check	1/14/2011	5954	The Greater West Holly Food Coalition	Monthly Donation	500 00
Check	1/19/2011	5955	Verdugo Woodlands Dads Club	Donation	1,000 00
Check	1/28/2011	5956	ABC's	Donation - 2011 Membership Dues	1,000 00
Check	1/27/2011	5957	Batz Institutions in Israel	13-6159064	1,000 00
Check	1/28/2011	5958	JETS	Donation - Pledge Payment	7,200 00
Check	1/28/2011	5959	Tel Aviv University American Council	Donation - Pledge Payment re Moshe Dayan Ctr	10,000 00
Check	1/28/2011	5960	Aviva Family and Children's Services	Donation	1,000 00
Check	2/1/2011	5961	Jews for Judaism	Donation	6,000 00
Check	2/1/2011	5965	HSA Council	Donation	250 00
Check	2/1/2011	5966	Leons Group Hadassah	Joyce Black 2010-2011 Pledge Donation	750 00
Check	2/3/2011	5967	The Chai Center	Donation	10,000 00
Check	2/7/2011	5972	Air Warriors Courage Foundation	Donation	1,000 00
Check	2/7/2011	5973	Las Encinas	Donation	2,500 00
Check	2/11/2011	5974	Exceptional Children's Foundation	Donation	1,000 00
Check	2/11/2011	5975	iPalpit Artists International Inc.	Donation	7,000 00
Check	2/14/2011	5976	Concern Foundation	Donation - Annual Pledge	2,500 00
Check	2/14/2011	5977	The Greater West Holly Food Coalition	Monthly Donation	500 00
Check	2/22/2011	5978	Maccabi World Union	Donation	1,500 00
Check	2/28/2011	5979	AJC	Donation	700 00
Check	2/28/2011	5980	Children's Burn Foundation	Donation	1,000 00
Check	3/2/2011	5981	American Jewish University	Zach Zaiben Moriah Society Membership	325 00
Check	3/2/2011	5982	Jewish Life	Donation - 2011 Tennis LA	5,000 00
Check	3/3/2011	5983	Shano's Inspiration	Donation	5,000 00
Check	3/7/2011	5984	Beyond Shelter	Donation	25,000 00
Check	3/8/2011	5985	Friends of Jewish Renewal in Poland	Donation	15,000 00
Check	3/8/2011	5986	ABC's	Donation	500 00
Check	3/8/2011	5987	The Thelans	Donation	1,000 00
Check	3/9/2011	5988	Salvation Army	Donation	300 00
Check	3/14/2011	5989	Nancy Davis Foundation for MS	Donation	10,000 00
Check	3/14/2011	5990	Beverly Hills Fireman's Association	Donation	500 00
Check	3/18/2011	5991	ELNET	Pledge Payment	25,000 00
Check	3/18/2011	5992	Israel Air Force Center Foundation	Donation - Pledge Payment	25,000 00
Check	3/18/2011	5993	JFLA	Donation	25,000 00
Check	3/18/2011	5994	The Guardians	Donation - 2011 Membership	600 00
Check	3/18/2011	5995	The Greater West Holly Food Coalition	Monthly Donation	500 00
Check	3/17/2011	5996	National Jewish	Donation	2,500 00
Check	3/22/2011	5997	PEF Israel Endowment Funds, Inc.	Pledge Payment	10,000 00
Check	3/25/2011	5999	City of Hope	Donation for April 8 Event	20,000 00
Check	3/30/2011	6000	LANLT	Donation	25,000 00
Check	4/4/2011	6004	World Likud	Donation	10,000 00
Check	4/5/2011	6005	JAM	Donation - 2011 Final Pledge Payment	7,000 00
Check	4/5/2011	6006	Cedars-Sinai Medical Center	Stanley Black BOG 2011 Dues	1,500 00
Check	4/7/2011	6007	Los Angeles Intercountry Kollet	Donation	5,000 00
Check	4/11/2011	6010	Tribe Media Corp	Donation	700 00
Check	4/13/2011	6011	Friends of Robinson Gardens	Donation	600 00
Check	4/13/2011	6012	Pelotario	Donation	1,000 00
Check	4/13/2011	6013	The Jewish Federation	Donation - May 25, 2011 Event	25,000 00
Check	4/14/2011	6014	Tich W Kassel Movement Therapy Found	Donation	1,000 00
Check	4/15/2011	6015	Brent Shapiro Found. for Drug Awareness	Donation	1,000 00
Check	4/15/2011	6016	The Thelans	Donation	2,500 00
Check	4/15/2011	6017	The Greater West Holly Food Coalition	Monthly Donation	500 00
Check	4/18/2011	6018	Rabbi Shifman	Donation	1,000 00
Check	4/18/2011	6019	JVS	Donation - May 19 Strictly Business Luncheon	10,000 00
Check	4/18/2011	6020	Israel Guide Dog Center for the Blind	Donation	250 00
Check	4/22/2011	6021	Beverly Hills Education Foundation	Donation - April 27, 2011 Event	600 00
Check	4/25/2011	6022	Hadassah So Cal.	Donation re May 18, 2011 at The Ebell of L.A.	1,360 00
Check	4/25/2011	6023	The Jewish Federation	Donation - Hiltcrest/Jewish Federation Day	300 00
Check	4/25/2011	6024	J Street	Donation	250 00
Check	4/27/2011	6025	Mako a Wish Foundation	Donation	1,000 00
Check	4/27/2011	6026	Star Program	Donation in Support of Benjamin Gold	50 00
Check	4/27/2011	6027	Star Program	Donation in Support of Jonah Gold	50 00
Check	4/28/2011	6028	JFLA	Donation - Table for June 2nd Event	3,600 00
Check	4/28/2011	6029	PEF Israel Endowment Funds Inc.	Donation for KOLOT, Jerusalem Israel	1,800 00
Check	5/2/2011	6033	Lupus LA	Donation - In Memory of Martin Berman	1,000 00
Check	5/2/2011	6034	SOVA Food Bank	Donation-In Honor of Roz & Jack Zuckerman 60th Anny	1,000 00
Check	5/2/2011	6035	Rabbi Jacob Pressman Academy	Donation-In Honor of Marge Pressman's 90th B'Day	1,000 00
Check	5/3/2011	6036	Miken Community High School	Donation - Tiferet Israel Fellows Sponsorship	25,000 00
Check	5/4/2011	6037	Magbit Foundation	Donation	1,000 00
Check	5/4/2011	6038	National Breast Cancer Coalition Fund	Donation	1,000 00
Check	5/5/2011	6039	U C Regents	Donation - To be used for Dr. Stern's Research	2,000 00
Check	5/5/2011	6040	TruGreen LandCare	to be used to pay for 1/3 of landscaping for BH Police Dept.	1,000 00
Check	5/5/2011	6041	Beverly Hills Education Foundation	Donation	2,500 00
Check	5/11/2011	6042	Development Corp for Israel	Donation	1,500 00
Check	5/11/2011	6043	Holal at UCLA	Donation	10,000 00
Check	5/11/2011	6044	CRAEF	Donation - Pledge re Enhanced ProStart Program	18,666 66
Check	5/11/2011	6045	National MS Society	requested by Kathy Stimson	2,500 00
Check	5/17/2011	6046	The Greater West Holly Food Coalition	Monthly Donation	500 00
Check	5/17/2011	6047	Stop Cancer	Donation - 2011 Membership	5,000 00
Check	5/17/2011	6048	Bell T'Shuvah	June 23, 2011 Luncheon	1,000 00
Check	5/25/2011	6050	Peace By Peace	Donation - June 4th Event	250 00
Check	5/26/2011	6051	Jewish Life	Donation - 2011 March of the Living Broadcast	5,000 00

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10/18/12

Accrual Basis

S & J Black Family Foundation - A.G. Edwards Acct. Donations

January through December 2011

Type	Date	Num	Name	Memo	Amount
Check	6/1/2011	6052	Larger Than Life	Donation	10,000.00
Check	6/1/2011	6053	The Jewish Federation	Zach Zailben Pledge Donation	1,250.00
Check	6/1/2011	6054	ORT America	Donation - Hollywood Bowl Event	5,000.00
Check	6/1/2011	6055	Israel Cancer Research Fund	June 28, 2011 event	10,000.00
Check	6/3/2011	6056	Chabad of California	Donation - 2011 & 2012 Pledge Payments	20,000.00
Check	6/6/2011	6060	PEF Israel Endowment Funds, Inc.	Donation for Yated-Children with Down Syndrome	5,000.00
Check	6/6/2011	6061	Chabad Jewish Center Temecula	Donation	1,000.00
Check	6/6/2011	6062	BNai BRith International	Donation	180.00
Check	6/6/2011	6063	LAOTI	Donation - 6/15/11 Dinner	250.00
Check	6/6/2011	6064	Arti Defamation League	2010 L.A. Gala Pledge	1,000.00
Check	6/6/2011	6065	St. Joseph Center	Donation	500.00
Check	6/6/2011	6066	The Ascent Institute	Donation	250.00
Check	6/15/2011	6067	The Chai Center	Donation	5,000.00
Check	6/16/2011		Ulus Jewish High School Foundation	Wire Transfer	11,000.00
Check	6/16/2011	6068	The Greater West Holy Food Coalition	Monthly Donation	500.00
Check	6/17/2011	6069	Vista Del Mar	Donation - Pledge Payment	250,000.00
Check	6/20/2011	6070	The Wounded Warriors Trust	Donation	1,000.00
Check	6/21/2011	6071	Gateway Gallery	Donation	2,500.00
Check	6/22/2011	6072	Keshav	Donation	1,000.00
Check	6/22/2011	6073	Global Kindness	Donation	1,000.00
Check	6/22/2011	6074	This World The Values Network	Donation	25,000.00
Check	6/22/2011	6075	The Rape Foundation	Donation	1,000.00
Check	6/23/2011	6077	Chabad of Bel Air	Donation	10,000.00
Check	6/24/2011	6078	JConnect LA	Donation	10,000.00
Check	6/24/2011	6079	Etta Israel Center	Donation	10,000.00
Check	6/27/2011	6080	JETS	Donation - Final Pledge Pymt. \$7200 / Don \$2600	10,000.00
Check	6/28/2011	6087	ORT America	Donation - Summer Party Sponsor	5,000.00
Check	6/28/2011	6088	Jewish Home for the Aging/ Executives	Donation	5,000.00
Check	6/29/2011	6089	USC Hillel	Donation	1,000.00
Check	6/29/2011	6090	Jewish Life	Donation - 2011 History of Los Angeles Project	5,000.00
Check	7/13/2011	6091	The Greater West Holy Food Coalition	Monthly Donation	500.00
Check	8/15/2011	6092	The Greater West Holy Food Coalition	Final Donation Per Agreement	500.00
Check	8/15/2011	6093	Eagle & Badger Foundation	Donation	5,000.00
Check	8/15/2011	6094	Museum of Tolerance	Donation - Pledge Payment	25,000.00
Check	8/15/2011	6095	Jewish National Fund	Donation - Pledge Payment	7,000.00
Check	8/15/2011	6096	Los Angeles Museum of the Holocaust	Donation - Pledge Payment	25,000.00
Check	8/15/2011	6097	Jewish Life	Donation - 2011 L.A. Zoo - Noah's Ark Animals	5,000.00
Check	8/17/2011	6098	Chabad of the Valley	Donation	500.00
Check	8/18/2011	6099	Jewish Life	Donation - Chabad Tolstson 2011 Broadcast	10,000.00
Check	8/24/2011	6100	The Guardians	Donation - 2011-2012 Board Membership Dues	2,000.00
Check	8/25/2011	6101	The Los Angeles Police Museum	Donation	5,000.00
Check	8/25/2011	6102	Temple Beth Am	Donation - 2011/2012 Membership Dues	2,825.00
Check	8/26/2011	6103	Friends of Robinson Gardens	Donation	450.00
Check	8/30/2011	6107	Brant Shapiro Found for Drug Awareness	Donation	5,000.00
Check	8/30/2011	6104	Jewish Family Service of Los Angeles	Donation - Pledge Payment	25,000.00
Check	9/1/2011	6109	The Chai Center	Donation	10,000.00
Check	9/2/2011	6110	Mahu Taseh	Donation	5,000.00
Check	9/6/2011	6111	Beit T'Shuvah	Sept. 15, 2011 Event	5,000.00
Check	9/19/2011	6112	Gateways Hospital	Donation - Pledge Payment	10,000.00
Check	9/19/2011	6113	City of Hope	Donation - In Memory of Irving Goldin	1,000.00
Check	9/19/2011	6114	Los Angeles Mission	Donation	1,000.00
Check	9/22/2011	6115	Beverly Hills Police Officers Association	Donation	5,500.00
Check	9/27/2011	6116	Friends of Israel Defense Forces	Young Leadership 2011 Event	2,000.00
Check	9/27/2011	6119	The Guardians	Donation - Old Fashioned Comedy Night	8,000.00
Check	10/3/2011	6123	Jewish Life	Donation - Nobel Prize 2011 Project	5,000.00
Check	10/3/2011	6124	New Directions, Inc.	Donation	2,500.00
Check	10/5/2011	6125	Cadars-Sinai	Donation - Board of Governors 2011 Gala	25,000.00
Check	10/5/2011	6126	Jewish National Fund	Donation - Pledge Payment (FIF)	25,000.00
Check	10/5/2011	6127	Los Angeles Jewish Home	Donation - 2011-2012 Dues	1,000.00
Check	10/6/2011	6128	Beverly Hills Jewish Community	Donation	5,000.00
Check	10/7/2011	6129	Cadars-Sinai Medical Center	Pledge Payment re BOG Heart Stem Cell Center	5,000.00
Check	10/11/2011	6131	Chabad of South Huntington Beach	Donation	1,000.00
Check	10/11/2011	6132	W.Annenberg Ctr for Performing Arts	Donation - Pledge Payment	30,000.00
Check	10/12/2011	6133	Hillel at UCLA	Donation - Pledge Payment	18,000.00
Check	10/12/2011	6134	Friends of Israel Defense Forces	Young Leadership 2011 Event - 2 more tickets through June 30, 2012	280.00
Check	10/13/2011	6135	Music Center	Donation	1,000.00
Check	10/18/2011	6136	Rotary Club of Beverly Hills	Donation	1,000.00
Check	10/18/2011	6137	ORT America	Donation - Chanukah Brunch	25,000.00
Check	10/18/2011	6139	Los Angeles Museum of the Holocaust	Donation - Nov 6th Event	10,000.00
Check	10/18/2011	6140	Sonny Satter Fund	Donation	500.00
Check	10/18/2011	6141	JFLA	Donation	25,000.00
Check	10/19/2011	6142	Kirschberg Foundation	Donation	1,200.00
Check	10/21/2011	6143	Chatsworth Baseball	Donation	250.00
Check	10/21/2011	6144	Joe Torre Safe At Home Foundation	Donation	1,000.00
Check	10/25/2011	6145	Keshav	Donation	1,000.00
Check	10/25/2011	6146	Global Kindness	Donation	1,000.00
Check	10/26/2011	6147	Los Angeles Jewish Home	The Reflections Gala Dinner Tribute Ad	1,500.00
Check	10/26/2011	6148	IsraFest Foundation, Inc.	Donation	1,000.00
Check	10/28/2011	6149	Jews for Judaism	Donation	1,000.00
Check	10/31/2011	6150	Veterans' Holiday Celebration Inc.	Donation	500.00
Check	10/31/2011	6151	Israel Cancer Research Fund	Nov 9, 2011 Luncheon	3,000.00
Check	10/31/2011	6152	Asthma & Allergy Found. of America	Nov 5, 2011 Breath of Life Ball	10,000.00
Check	11/1/2011	6153	The Chai Center	Donation	5,000.00
Check	11/1/2011	6157	Stop Cancer	Donation	900.00
Check	11/1/2011	6158	City of Hope	Donation - 2012 Membership	1,500.00
Check	11/3/2011	6159	Navy Seal Foundation	Donation	10,000.00
Check	11/9/2011	6160	New Directions, Inc.	Donation	1,000.00
Check	11/9/2011	6161	Beit T'Shuvah	In Memory of Elaine Braslow	1,000.00
Check	11/9/2011	6162	Hadassah	Metro Area Major Donor and Annual Giving Event	1,000.00
Check	11/10/2011	6163	Friends of Israel Defense Forces	Annual Gala	10,000.00

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10/18/12

Accrual Basis

S & J Black Family Foundation - A.G. Edwards Acct.

Donations

January through December 2011

Type	Date	Num	Name	Memo	Amount
Check	11/11/2011	6184	Ostrow School of Dentistry		1,000.00
Check	11/11/2011	6185	Asthma & Allergy Found. of America	Auction Items	205.00
Check	11/14/2011	6189	Alzheimer's Association	Donation- In Memory of Bob Leonard	1,000.00
Check	11/16/2011	6170	ABC's	3 tickets to "Talk of the Town" Gala	1,200.00
Check	11/17/2011	6171	LANLT	Donation	500.00
Check	11/22/2011	6172	Angel View Crippled Children's Foundation	Donation	100.00
Check	11/22/2011	6173	National Jewish Health	Donation	18.00
Check	11/22/2011	6174	Chai Lifeline	Donation	500.00
Check	11/30/2011	6175	Tribe Media Corp	Donation	5,000.00
Check	11/30/2011	6176	Friends of Israel Defense Forces	Annual Gala - Two more seats	2,000.00
Check	11/30/2011	6177	Cedars-Sinai Medical Center	Donation	500.00
Check	11/30/2011	6178	American Friends of Magen David Adom	Donation - 1/8 of Group Ambulance	12,500.00
Check	11/30/2011	6179	Anti Defamation League	2011 L.A. Gala Pledge	50,000.00
Check	12/2/2011	6183	Israel Cancer Research Fund	December 17, 2011 Event	475.00
Check	12/7/2011	6185	Jewish Life	Donation - Kristallnacht Broadcast on JLTV	5,000.00
Check	12/8/2011	6186	Center for Mathematics and Teaching	Donation	1,000.00
Check	12/18/2011	6187	Amer. Committee for Shalom Zadek	Donation - Pledge Payment	25,000.00
Check	12/18/2011	6189	American Friends of Ariel	Donation - Pledge Payment	25,000.00
Check	12/18/2011	6190	Amer. Friends of Tel Aviv University	Donation - Pledge Payment	25,000.00
Check	12/18/2011	6191	ORT America	Donation - Pledge Payment	25,000.00
Check	12/18/2011	6192	Bait T'Shuvah	Donation - Pledge Payment	50,000.00
Check	12/18/2011	6193	Children's Hospital Los Angeles	Donation - Pledge Payment	50,000.00
Check	12/18/2011	6194	Friends of Israel Defense Forces	Donation - Pledge Payment	10,000.00
Check	12/18/2011	6195	Israel Cancer Research Fund	Donation - Pledge Payment	30,000.00
Check	12/18/2011	6196	Israel Children's Centers	Donation - Pledge Payment	5,000.00
Check	12/18/2011	6197	Israel Humanitarian Foundation	Donation - Pledge Payment	10,000.00
Check	12/18/2011	6198	LAMOTH	Donation - Pledge Payment on Behalf of K Aron Fund	10,000.00
Check	12/21/2011	6200	Saint Sophia Cathedral	Donation	200.00
Check	12/21/2011	6201	St. Joseph's Indian School	Donation	100.00
Check	12/22/2011	6202	UC San Diego Moores Cancer Center	Donation - Melanoma Research (In Memory of Bob Lawrence)	1,000.00
Check	12/23/2011	6203	Heritage Retreats	Donation	265.00
Check	12/28/2011	6205	PBSF	Donation	1,000.00
Total Donation					1,639,609.66
TOTAL					1,639,609.66

Donations per List	① 1,639,610
Cleared Checks With Bank Not On Donation List:	
JLTV INTL LLC (check #5998 3/28/11)	25,000
Philanthropy Roundtable (check #6117 9/27)	1,795
Per TR	1,666,405

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

OMB No 1545-1709

► File a separate application for each return.

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box ☒ **X**
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6 month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions. THE STANLEY AND JOYCE BLACK FAMILY FOUNDATION	Employer identification number (EIN) or <input checked="" type="checkbox"/> 95-4259961
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 9454 WILSHIRE BLVD., 4TH FLOOR	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BEVERLY HILLS, CA 90212	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STANLEY BLACK

- The books are in the care of ► **433 N. CAMDEN DR #1070 - BEVERLY HILLS, CA 90210**
Telephone No ► **(310) 278-5333** FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ **X** calendar year **2011** or
► ☐ tax year beginning , and ending

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	27,280
b If this application is for Form 990 PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	17,280
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	10,000

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

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

Form 8868 (Rev. 1-2012)

• If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions THE STANLEY AND JOYCE BLACK FAMILY FOUNDATION	Employer identification number (EIN) or <input checked="" type="checkbox"/> 95-4259961
File by the due date for filing your return See instructions.	Number, street, and room or suite no. If a P O box, see instructions. 9454 WILSHIRE BLVD., 4TH FLOOR	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BEVERLY HILLS, CA 90212	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990 BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990 PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

STANLEY BLACK

• The books are in the care of **433 N. CAMDEN DR #1070 - BEVERLY HILLS, CA 90210**

Telephone No. **(310) 278-5333**

FAX No.

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2012**

5 For calendar year **2011**, or other tax year beginning , and ending

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO OBTAIN THE NECESSARY INFORMATION TO FILE A COMPLETE AND ACCURATE TAX RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	0.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **D. CO** Title **CPA** Date **8/7/12**

Form 8868 (Rev. 1-2012)

NSBN COPY