Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning APR 1, 2011 , and ending MAR 31, 2012

Name of foundation: THE BERMAN CHARITABLE TRUST

A Employer identification number: 58-6195209

Number and street (or P O box number if mail is not delivered to street address): 25 SPRING OAKS CT., N.W. — Room/suite:

B Telephone number: (404)262-2181

City or town, state, and ZIP code: ATLANTA, GA 30327

C If exemption application is pending, check here ▶ [ ]

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

D 1. Foreign organizations, check here ▶ [ ]

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 2,514,516.

J Accounting method [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

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

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)
Revenue	1 Contributions, gifts, grants, etc , received	231,228.		N/A	
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	76.	76.		STATEMENT 2
	4 Dividends and interest from securities	51,998.	51,998.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	21,744.			STATEMENT 1
	b Gross sales price for all assets on line 6a 487,703.				
	7 Capital gain net income (from Part IV, line 2)		23,755.		
	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				
	12 Total. Add lines 1 through 11	305,046.	75,829.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	3,900.	2,925.		975.
	c Other professional fees STMT 5	21,618.	21,618.		0.
	17 Interest				
	18 Taxes STMT 6	6,523.	507.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 Total operating and administrative expenses. Add lines 13 through 23	32,041.	25,050.		975.
	25 Contributions, gifts, grants paid	97,900.			97,900.
	26 Total expenses and disbursements. Add lines 24 and 25	129,941.	25,050.		98,875.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	175,105.			
	b Net investment income (if negative, enter -0-)		50,779.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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123501 12-02-11 LHA For Paperwork Reduction Act Notice, see instructions. Form **990-PF** (2011)

9 4

14300813 747509 2245 2011.04010 THE BERMAN CHARITABLE TRUST 2245___2

Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)	Beginning of year	End of year	
	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments	366,951.	245,249.	245,249.
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 7	1,819,881.	1,371,846.	1,520,074.
c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶			
12 Investments - mortgage loans			
13 Investments - other STMT 8	0.	539,385.	537,927.
14 Land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶			
15 Other assets (describe ▶ STATEMENT 9)	0.	205,457.	211,266.
16 **Total assets** (to be completed by all filers)	2,186,832.	2,361,937.	2,514,516.
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 ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds	2,186,832.	2,361,937.	
28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 **Total net assets or fund balances**	2,186,832.	2,361,937.	
31 **Total liabilities and net assets/fund balances**	2,186,832.	2,361,937.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,186,832.
2 Enter amount from Part I, line 27a	2	175,105.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,361,937.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,361,937.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE STATEMENT D-1	P	VARIOUS	VARIOUS
b	SEE STATEMENT D-2	P	VARIOUS	VARIOUS
c	SEE STATEMENT D-3	P	VARIOUS	VARIOUS
d	SEE STATEMENT D-4	P	VARIOUS	VARIOUS
e	CAPITAL GAINS DIVIDENDS			

	(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	151,517.		156,480.	-4,963.
b	21,133.		18,275.	2,858.
c	147,280.		140,521.	6,759.
d	166,242.		148,672.	17,570.
e	1,531.			1,531.

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				-4,963.
b				2,858.
c				6,759.
d				17,570.
e				1,531.

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** 23,755.

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	64,125.	1,996,120.	.032125
2009	62,875.	1,767,703.	.035569
2008	124,555.	1,719,037.	.072456
2007	88,641.	1,981,212.	.044741
2006	80,150.	1,702,039.	.047091

2	Total of line 1, column (d)	2	.231982
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	.046396
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,303,944.
5	Multiply line 4 by line 3	5	106,894.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	508.
7	Add lines 5 and 6	7	107,402.
8	Enter qualifying distributions from Part XII, line 4	8	98,875.

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 ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	1,016.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3	Add lines 1 and 2			3	1,016.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	1,016.
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	5,500.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	5,500.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ 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	4,484.
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 4,484. **Refunded** ▶			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?	1a		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.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ GA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 10	10	X	

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

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

Website address ▶ N/A

14 The books are in care of ▶ STEPHEN M. BERMAN Telephone no ▶404-256-9469

Located at ▶ATLANTA, GEORGIA ZIP+4 ▶30327

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

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
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?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)*	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

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |

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

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

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870.

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
STEPHEN M. BERMAN 25 SPRING OAKS CT., N.W. ATLANTA, GA 30327	TRUSTEE 1.00	0.	0.	0.
CALMA A. BERMAN 25 SPRING OAKS CT., N.W. ATLANTA, GA 30327	TRUSTEE 1.00	0.	0.	0.
JUSTIN F. BERMAN 25 SPRING OAKS CT., N.W. ATLANTA, GA 30327	TRUSTEE 1.00	0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
N/A	0.00	0.	0.	0.

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. 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.

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	2,058,946.
b	Average of monthly cash balances		1b	280,083.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	2,339,029.
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	2,339,029.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	35,085.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	2,303,944.
6	**Minimum investment return** Enter 5% of line 5		6	115,197.

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	115,197.
2a	Tax on investment income for 2011 from Part VI, line 5	2a 1,016.		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	1,016.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	114,181.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	114,181.
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	114,181.

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	98,875.
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	98,875.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	98,875.

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				114,181.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			32,598.	
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				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 98,875.				
a Applied to 2010, but not more than line 2a			32,598.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				66,277.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		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				47,904.
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	0.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 11

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

NONE

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

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

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

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				
JEWISH FEDERATION OF GREATER ATLANTA 1440 SPRING STREET, N.W. ATLANTA, GA 30309	N/A	PUBLIC	CIVIC	5,400.
AMERICAN JEWISH COMMITTEE 3525 PIEDMONT RD., N.E. ATLANTA, GA 30305	N/A	PUBLIC	CIVIC	50,000.
TEMPLE SINAI 5645 DUPREE DR. SANDY SPRINGS, GA 30327	N/A	PUBLIC	RELIGIOUS	28,000.
NOTRE DAME UNIVERSITY 400 MAIN BUILDING NOTRE DAME, IN 46556	N/A	PUBLIC	EDUCATIONAL	10,000.
PIEDMONT HEALTHCARE 1968 PEACHTREE RD., N.W. ATLANTA, GA 30309	N/A	PUBLIC	MEDICAL	2,500.
Total SEE CONTINUATION SHEET(S)			▶ 3a	97,900.
b Approved for future payment NONE				
Total			▶ 3b	0.

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
UNITED WAY 100 EDGEWOOD AVE., N.E. ATLANTA, GA 30303	N/A	PUBLIC	CIVIC	2,000.
Total from continuation sheets				2,000.

123631 08-03-11

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	76.	
4 Dividends and interest from securities			14	51,998.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	21,744.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		73,818.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 73,818.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee: [signature] Date: 8/14/12 Title: Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
STEPHEN BERMAN	Stephen M. Berman, CPA	8/14/12		P00031701

Firm's name ▶ STEPHEN M. BERMAN & ASSOC.,L.L.C. Firm's EIN ▶ 58-1540139

Firm's address ▶ 3475 LENOX ROAD, N.E., SUITE 950
ATLANTA 30326 Phone no 404-262-2181

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	Employer identification number
THE BERMAN CHARITABLE TRUST	58-6195209

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).

Name of organization	Employer identification number
THE BERMAN CHARITABLE TRUST	58-6195209

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	BOBBIE O. TOWNSELL CRT 25 SPRING OAKS CT., N.W. ATLANTA, GA 30327	$ 103,784.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
2	OLGA C. DE GOIZUETA 469 BLACKLAND RD., N.W. ATLANTA, GA 30342-4051	$ 75,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
3	STEPHEN M. BERMAN 25 SPRING OAKS CT., N.W. ATLANTA, GA 30327	$ 30,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
4	BOBBIE O. TOWNSELL CRT 25 SPRING OAKS CT., N.W. ATLANTA, GA 30327	$ 22,443.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
THE BERMAN CHARITABLE TRUST	58-6195209

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
1	SEE ATTACHED B1-SECURITIES RECEIVED	$ 103,784.	05/02/11

(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	Employer identification number
THE BERMAN CHARITABLE TRUST	58-6195209

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

(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

(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

(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

Berman Charitable Trust
Pershing Asset Account
3/31/012

Shs.	Description	Book Value @3/31/2012	Shs.	FMV Per sh.	FMV Balance per T/R @ 3/31/2012
535.791	Permanent Portfolio Fund	26,537.72	535.791	48.74	26,114.45
3721.32	Permanent Portfolio Fund	180,000.00	3,721.32	48.74	181,376.90
64.406	Permanent Portfolio Fund	3,065.11	64.406	48.74	3,139.15
17937.22	Pimco Unconstrained Bond	200,015.00	17,937.220	11.04	198,026.91
1797.368	Pimco Unconstrained Bond	20,076.60	1,797.368	11.04	19,842.94
3.188	Pimco Unconstrained Bond	35.61	3.188	11.04	35.20
0.006	Pimco Unconstrained Bond	0.07	0.006	11.04	0.07
422.281	Pimco Unconstrained Bond	4,644.70	422.281	11.04	4,661.98
60.476	Pimco Unconstrained Bond	664.00	60.476	11.04	667.66
9189.239	Vanguard Short-Term Investment	98,980.48	9,189.239	10.74	98,692.43
437.297	Vanguard Short-Term Investment	4,695.39	437.297	10.74	4,696.57
62.647	Vanguard Short-Term Investment	670.68	62.647	10.74	672.83
Total		539,385.36			537,927.08

Berman Charitable Trust
Pershing Asset Account
3/31/012

Shs.	Description	Cost Balance @ 3/31/2012	Shs.	FMV Per sh.	FMV Balance per T/R @ 3/31/2012
670	AT & T Inc.	17,051.51	600	31.23	18,738.00
630	Altria Group Inc	16,159.94	630	30.87	19,448.10
380	Astrazeneca PLC Sponsored	17,559.10	380	44.49	16,906.20
240	Boeing Co	17,364.80	240	74.37	17,848.80
670	Bristol Myers Squibb	17,446.22	670	33.75	22,612.50
170	Chevron Corp	17,869.58	170	107.21	18,225.70
220	Conocophillips	17,250.96	220	76.01	16,722 20
200	Diageo PLC Sponsored	13,443.86	180	96.50	17,370.00
340	Dominion Res. Inc	10,170.74	230	51.21	11,778.30
280	Du Point E I De Nemours & Co	14,917.19	280	52.90	14,812.00
780	General Electric Co.	15,114.88	780	20.07	15,654.60
290	Genuine Parts Co	15,133.56	290	62.75	18,197.50
290	HSBC Hldgs PLC	14,878.36	290	44.39	12,873.10
360	Heinz H. J. Company	17,398.56	360	53.55	19,278.00
740	Intel Corp	14,930.91	740	28.12	20,805.10
300	Johnson & Johnson	17,614.13	300	65.96	19,788.00
	JP Morgan Chase & Co.	11,430.00	250	45.82	11,453.75
210	Kimberly Clark Corp	13,588.42	210	73.89	15,516.90
570	Kraft Foods Inc.	17,659.25	570	38.01	21,665.70
510	Eli Lilly & Co.	17,560.72	510	40.27	20,535.15
455	Merck & Co.	14,684.98	455	38.40	17,472.00
390	Microsoft Corp	9,889.08	390	32.26	12,579.45
225	Microsoft Corp	6,230.62	225	32.26	7,257.38
330	Nextera Energy Inc	17,757.74	330	61.08	20,156.40
240	Philip Morris Intl	12,788.08	200	88 61	17,722.00
210	Royal Dutch Shell PLC	15,247.05	210	70.63	14,832.30
170	3M Co	15,656.18	170	89.21	15,165.70
260	Travlers Cos	15,113.25	260	59.20	15,392.00
490	Unilever NV New York	14,922.18	490	34 03	16,674.70
510	Verizon Communications	15,093.24	410	38.23	15,674.30
560	Vodafone Group	15,994.38	560	27.67	15,495.20
Stocks		467,919.47			518,651.03
410	HCP Inc	14,934.14	410	39.46	16,178.60
300	Health Care Reit Inc.	14,816.21	300	54.96	16,488.00
		29,750.35			32,666.60
Total		497,669.82			551,317.63

Berman Charitable Trust
Holdings at 3/31/2012
Pershing - Account 001338

Quantity	Description	Cost	MV/Unit	Current Market
390 00	Abbott Labs Com	$ 18,785 91	$ 61.29	$ 23,903.10
535.00	Archer Daniels Midland Co	$ 19,261.07	$ 31 66	$ 16,938.10
210 00	Baxter Intl. Inc. Com	$ 10,494.54	$ 59 78	$ 12,553.80
110 00	Baxter Intl. Inc Com.	$ 5,372 79	$ 59 78	$ 6,575.80
58 00	Blackrock Inc Com.	$ 9,462.34	$ 204.90	$ 11,884 20
190 00	Chevron Corp New Com	$ 18,937.43	$ 107 21	$ 20,369 90
250 00	Conoco Phillips Com	$ 19,035.17	$ 76.01	$ 19,002 50
140 00	Diageo PLC Spons ADR New	$ 10,654.27	$ 96 50	$ 13,510.00
200 00	Emerson Elec. Co. Com.	$ 10,116 98	$ 52 18	$ 10,436.00
190 00	Emerson Elec. Co. Com.	$ 9,250.09	$ 52.18	$ 9,914.20
295 00	General Mills Inc Com.	$ 11,254 57	$ 39.45	$ 11,637.75
75 00	General Mills Inc. Com.	$ 2,850.35	$ 39 45	$ 2,958 75
185.00	Illinois Tool Works Inc Com	$ 10,136 04	$ 57 12	$ 10,567 20
720.00	Intel Corp Com	$ 15,003.17	$ 28.12	$ 20,242.80
299 00	Kinder Morgan Mgmt LLC Shs	$ 17,922.49	$ 74 63	$ 22,314.37
190 00	McDonalds Corp	$ 14,578.83	$ 98 10	$ 18,639 00
435 00	Microsoft Corp. Com.	$ 10,522 95	$ 32 26	$ 14,030 93
135 00	Microsoft Corp. Com.	$ 3,393.97	$ 32 26	$ 4,354.43
100 00	Microsoft Corp. Com.	$ 2,498.41	$ 32 26	$ 3,225.50
350 00	Novartis AG Sponsored ADR	$ 19,208.95	$ 55 41	$ 19,393.50
390 00	Omnicom Group Inc Com	$ 19,211.09	$ 50 65	$ 19,753 50
450 00	Paychex Inc	$ 14,952.29	$ 30 99	$ 13,945 50
1075 00	Pearson PLC Sponsored ADR	$ 18,892 59	$ 18.74	$ 20,145.50
295 00	Pepsico Inc	$ 19,043.96	$ 66 35	$ 19,573 25
980 00	Pfizer Inc Com	$ 19,049.24	$ 22.65	$ 22,192.10
125 00	Philip Morris Intl Inc Om	$ 7,949.14	$ 88.61	$ 11,076.25
550.00	Rogers Communications Inc	$ 19,186 42	$ 39.63	$ 21,797.38
1255.00	Taiwan Semiconducor Mfg Co Sponsored	$ 15,191.65	$ 15 28	$ 19,176.40
195 00	Target Corp	$ 10,116.54	$ 58 27	$ 11,362.65
170 00	Target Corp	$ 8,492.83	$ 58 27	$ 9,905 90
415 00	Thomson Reuters Corp Com	$ 11,208.56	$ 28 86	$ 11,978 15
345.00	Travelers Cos Inc Com	$ 19,543.49	$ 59 20	$ 20,424 00
170 00	Unilever PLC Spon Adr New	$ 5,536 92	$ 33 05	$ 5,618.50
300.00	Unilever PLC Spon Adr New	$ 9,536.34	$ 33 05	$ 9,915 00
515 00	Waste Mgmt Inc Del Com	$ 19,036 56	$ 34 96	$ 18,004.40
		$ 455,687.94		$ 507,320.30

Berman Charitable Trust
Holdings at 3/31/2012
Pershing - Account 001320

Quantity	Description	Book	Purchase Date	MV/Unit	Market Value
50	Americo Common Stock	$ 4,594 00	3/15/2011	$ 105.51	$ 5,275 50
20	Americo Common Stock	$ 1,313.80	9/21/2011	$ 105.51	$ 2,110 20
5	Americo Common Stock	$ 415.75	12/9/2011	$ 105.51	$ 527 55
560	Assisted Living Concepts Inc Nev New	$ 9,947.97	3/15/2011	$ 16.61	$ 9,301.60
195	Assisted Living Concepts Inc Nev New	$ 2,371.56	9/28/2011	$ 16.61	$ 3,238 95
110	Atlas Air Worldwide Hldgs Inc Com	$ 4,547.52	8/23/2011	$ 49.21	$ 5,413 10
30	Atlas Air Worldwide Hldgs Inc Com	$ 1,390.60	9/8/2011	$ 49.21	$ 1,476.30
15	Atlas Air Worldwide Hldgs Inc Com	$ 671.00	9/9/2011	$ 49.21	$ 738.15
50	Atlas Air Worldwide Hldgs Inc Com	$ 2,350.02	9/16/2011	$ 49.21	$ 2,460.50
55	Atlas Air Worldwide Hldgs Inc Com	$ 2,146.59	11/16/2011	$ 49.21	$ 2,706 55
365	Avnet Inc Com	$ 11,680.50	3/15/2011	$ 36.39	$ 13,282.35
45	Avnet Inc Com	$ 1,234.61	9/28/2011	$ 36.39	$ 1,637.55
230	Berkley W R Corp Com	$ 6,884.87	3/15/2011	$ 36.12	$ 8,307.60
350	CIT Group Inc New Com	$ 14,758.46	3/15/2011	$ 41.24	$ 14,434.00
60	Cabot Corp	$ 2,003.00	11/15/2011	$ 42.68	$ 2,560 80
70	Cabot Corp	$ 2,105.17	11/23/2011	$ 42.68	$ 2,987.60
65	Cabot Corp	$ 2,146.47	11/30/2011	$ 42.68	$ 2,774 20
55	Cabot Corp	$ 1,734.60	12/15/2011	$ 42.68	$ 2,347.40
160	Caseys Gen Stores Inc	$ 5,702.14	3/15/2011	$ 55.46	$ 8,873 60
145	Comerica Inc Com	$ 4,304.21	1/17/2012	$ 32.36	$ 4,692.20
80	Comerica Inc Com	$ 2,241.20	1/26/2012	$ 32.36	$ 2,588 80
570	Denbury Res Inc Com New	$ 12,871.50	3/15/2011	$ 18.23	$ 10,391.10
110	Denbury Res Inc Com New	$ 1,314.80	9/29/2011	$ 18.23	$ 2,005.30
680	Discover Finl Svcs Com Inc	$ 14,490.64	3/15/2011	$ 33.34	$ 22,671.20
315	Encore Wire Corp	$ 6,987 65	3/15/2011	$ 29.73	$ 9,364.95
200	Family Dollar Stores	$ 10,139.74	3/15/2011	$ 63.28	$ 12,656.00
20	Family Dollar Stores	$ 1,088.72	5/2/2011	$ 63.28	$ 1,265 60
375	Fifth Third Bancorp Com	$ 5,145.34	3/15/2011	$ 14.05	$ 5,266.88
130	Fifth Third Bancorp Com	$ 1,696.67	7/25/2011	$ 14.05	$ 1,825 85
635	Foot Locker Inc Com	$ 12,437.80	3/15/2011	$ 31.05	$ 19,716.75
350	Hyatt Hotels Corp Com CL A	$ 14,997.80	3/15/2011	$ 42.72	$ 14,952.00
65	Hyatt Hotels Corp Com CL A	$ 2,404.52	11/4/2011	$ 42.72	$ 2,776.80
700	Investors Bancorp Inc Com	$ 9,913.28	3/15/2011	$ 15 02	$ 10,514 00
240	Kaiser Alum Corp Com Par	$ 11,637.74	3/15/2011	$ 47.26	$ 11,342.40
15	Kaiser Alum Corp Com Par	$ 749.15	3/25/2011	$ 47.26	$ 708.90
10	Kaiser Alum Corp Com Par	$ 483.10	11/4/2011	$ 47.26	$ 472.60
660	Keycorp New Com	$ 5,830.57	3/15/2011	$ 8.50	$ 5,610.00
175	Keycorp New Com	$ 1,463.65	7/26/2011	$ 8.50	$ 1,487.50
440	Leucadia Natl Corp Com	$ 14,837.76	3/15/2011	$ 26.10	$ 11,484.00
345	Mens Wearhouse Inc Com	$ 9,439.65	3/15/2011	$ 38.77	$ 13,375.65
590	Molex Inc CL A	$ 12,118.90	3/15/2011	$ 23.45	$ 13,835 50
10	Molex Inc CL A	$ 187.10	8/12/2011	$ 23.45	$ 234.50
310	Penney J C Inc	$ 11,400.72	3/15/2011	$ 35.43	$ 10,983.30
60	Penney J C Inc	$ 1,615.28	8/12/2011	$ 35.43	$ 2,125.80
40	Pioneer Nat Res Co Com	$ 3,965.96	1/18/2012	$ 111.59	$ 4,463.60
45	Pioneer Nat Res Co Com	$ 4,451.56	1/26/2012	$ 111.59	$ 5,021.55
45	Pioneer Nat Res Co Com	$ 4,444.50	1/17/2012	$ 111.59	$ 5,021.55
140	Range Res Corp Com	$ 6,979.85	3/15/2011	$ 58.14	$ 8,139.60
340	Raymond James Finl Inc Com	$ 12,359 24	3/15/2011	$ 36.53	$ 12,420.20
180	Schnitzer Steel Inds Class A	$ 10,434.91	5/6/2011	$ 39.90	$ 7,181.10
45	Seacor Holdings Inc Com	$ 4,471.06	2/22/2012	$ 95.78	$ 4,310.10
15	Seacor Holdings Inc Com	$ 1,453.70	3/8/2012	$ 95.78	$ 1,436.70

Berman Charitable Trust
Holdings at 3/31/2012
Pershing - Account 001320

Quantity	Description		Book	Purchase Date	MV/Unit		Market Value
350	Spirit Aerosystems Hldgs Inc CL A	$	8,652.12	3/15/2011	$ 24.46	$	8,561 00
305	Spirit Aerosystems Hldgs Inc CL A	$	4,817 82	8/17/2011	$ 24.46	$	7,460.30
310	Tech Data	$	14,875 45	3/15/2011	$ 54.26	$	16,820.60
490	Trinity Inds Inc Com	$	15,176 44	3/15/2011	$ 32.95	$	16,145.50
185	Universal American Spion Corp Com	$	2,098.39	1/18/2012	$ 10.78	$	1,994 30
415	Universal American Spion Corp Com	$	4,527 35	1/26/2012	$ 10.78	$	4,473.70
185	Universal American Spion Corp Com	$	2,113 12	1/17/2012	$ 10.78	$	1,994.30
310	Vail Resorts Inc Com	$	15,063.58	3/15/2011	$ 43 25	$	13,407.50
390	Common Wealth REIT Com Sh Ben Int	$	9,717 02	3/15/2011	$ 18 62	$	7,261.80
365	Plum Creek Tember Co Inc Com	$	15,337 67	3/15/2011	$ 41.56	$	15,169.40
80	Plum Creek Tember Co Inc Com	$	2,975.20	11/4/2011	$ 41 56	$	3,324 80
180	SL Green RLTY Corp Com	$	12,537 01	3/15/2011	$ 77.55	$	13,959.00
40	White Mountains Insurance Group	$	14,240 00	3/11/2011	$ 501.72	$	20,068.80
		$	418,488.07			$	461,436.48

Berman Charitable Trust
Contributions Received
3/31/2012

Securities Receivied:	Date Received	FMV
327.011 shs. Columbia Acorn Fd.	5/2/2011	10,833.87
1222.789 shs. Cullen High Dividend Equity FD,	Various	15,896.23
565.611 shs. The Fairholme Fd.	5/2/2011	19,473.98
162.364 shs. Harbor International Fd.	5/2/2011	10,930.34
535.791 shs. Permanent Portfolio Fd.	5/2/2011	26,537.72
1800.556 shs. Pimco Unconstrained Bd. Fd.	Various	20,112.21
Total of Securities Donated		103,784.35

Account Sh Berman Charitable Trust
3/31/2012

Closing T/D	Opening T/D	Quantity	Sec Description	Proceeds	Book Basis	Cost Basis	Tax Gain	Book Gain	Term
10/27/2011	02/24/2011	327 011	COLUMBIA ACORN FUND CLASS Z	9,846 30	10,833 87	10,000 00	-153.70	-987 57	Short
10/27/2011	06/08/2011	0 893	COLUMBIA ACORN FUND CLASS Z	26.89	27.14	27 14	-0 25	-0 25	Short
10/27/2011	06/08/2011	3 267	COLUMBIA ACORN FUND CLASS Z	98 37	99 31	99 31	-0.94	-0 94	Short
10/27/2011	Provide	0.759	CULLEN HIGH DIVIDEND EQUITY FUND CLASS I	9.76	9 85	9 85	-0.09	-0 09	Long
10/27/2011	02/24/2011	1,216 545	CULLEN HIGH DIVIDEND EQUITY FUND CLASS I	15,642.19	15,814 96	15,015.00	627 19	-172.77	Short
10/27/2011	02/28/2011	2 289	CULLEN HIGH DIVIDEND EQUITY FUND CLASS I	29.43	29 76	28.36	1 07	-0.33	Short
10/27/2011	03/31/2011	3 198	CULLEN HIGH DIVIDEND EQUITY FUND CLASS I	41.12	41 69	40.20	0 92	-0.57	Short
10/27/2011	05/31/2011	3 783	CULLEN HIGH DIVIDEND EQUITY FUND CLASS I	48.64	48.50	48.50	0 14	0.14	Short
10/27/2011	06/30/2011	3 166	CULLEN HIGH DIVIDEND EQUITY FUND CLASS I	40 71	39 95	39 95	0 76	0 76	Short
10/27/2011	07/29/2011	1.278	CULLEN HIGH DIVIDEND EQUITY FUND CLASS I	16.43	16 10	16 10	0 33	0 33	Short
10/27/2011	08/31/2011	4.309	CULLEN HIGH DIVIDEND EQUITY FUND CLASS I	55 40	52 66	52 66	2.74	2.74	Short
10/27/2011	09/30/2011	2 376	CULLEN HIGH DIVIDEND EQUITY FUND CLASS I	30.56	28 39	28 39	2.17	2 17	Short
10/27/2011	02/24/2011	565.611	THE FAIRHOLME FUND	16,083.60	19,473 98	20,025 00	-3,941 40	-3,390 38	Short
10/27/2011	02/24/2011	162 364	HARBOR INTERNATIONAL FUND INSTITUTIONAL CLASS	9,572 59	10,930 34	10,015 00	-442.41	-1,357.75	Short
10/27/2011	02/24/2011	9,380 863	VANGUARD SHORT-TERM INVESTMENT GRADE FUND INVESTOR SHARES	99,975.00	101,044 52	101,044.52	-1,069 52	-1,069 52	Short
Total				151,516 99	158,491 02	156,489 98	-4,972 99	-6,974 03	

Berman Charitable Trust
3/31/2012

Closing T/D	Opening T/D	Quantity	Sec. Description	Proceeds	Cost Basis	Gain/Loss	Term
03/28/2012	03/23/2011	70.00	ALTRIA GROUP INC COM	2,122.75	1,795.55	327.20	Long
03/28/2012	03/23/2011	20.00	DIAGEO PLC SPONSORED ADR NEW	1,924.35	1,493.76	430.59	Long
03/28/2012	03/23/2011	110.00	DOMINION RES INC VA COM	5,563.59	4,864.27	699.32	Long
03/28/2012	03/23/2011	40.00	PHILIP MORRIS INTL INC COM	3,457.92	2,557.62	900.30	Long
03/28/2012	03/23/2011	100.00	VERIZON COMMUNICATIONS COM	3,818.11	3,681.28	136.83	Long
10/03/2011	03/23/2011	60.00	KIMBERLY CLARK CORP	4,245.91	3,882.40	363.51	Short
Total Realized Gains				21,132.63	18,274.88	2,857.75	

Berman Charitable Trust
3/31/2012

Closing T/D	Opening T/D	Quantity	Sec. Description	Proceeds	Cost Basis	Gain/Loss	Term
03/26/2012	03/11/2011	35.00	DIAGEO PLC SPONSORED ADR NEW	3,424.92	2,663.57	761.35	Long
03/26/2012	03/11/2011	40.00	PHILIP MORRIS INTL INC COM	3,519.85	2,543.73	976.12	Long
03/14/2012	03/11/2011	195.00	INTEL CORP COM	5,376.45	4,063.36	1,313.09	Long
03/14/2012	03/11/2011	315.00	TAIWAN SEMICONDUCTOR MFG CO SPONSORED ADR ISIN#US8740391003	4,719.78	3,813.08	906.70	Long
02/28/2012	03/11/2011	35.00	PHILIP MORRIS INTL INC COM	2,914.68	2,225.76	688.92	Short
02/24/2012	03/11/2011	75.00	DIAGEO PLC SPONSORED ADR NEW	7,087.56	5,707.64	1,379.92	Short
02/24/2012	03/11/2011	65.00	PHILIP MORRIS INTL INC COM	5,373.58	4,133.56	1,240.02	Short
02/14/2012	03/11/2011	0.3846	KINDER MORGAN MGMT LLC SHS	30.50	23.05	7.45	Short
01/25/2012	03/11/2011	480.00	TEXAS INSTRUMENTS INC	15,694.94	16,518.32	-823.38	Short
12/30/2011	03/11/2011	20.00	MCDONALDS CORP	2,006.51	1,534.61	471.90	Short
12/27/2011	03/11/2011	15.00	KINDER MORGAN MGMT LLC SHS	1,150.20	912.48	237.72	Short
12/22/2011	03/11/2011	240.00	LOCKHEED MARTIN CORP COM	19,386.19	19,247.84	138.35	Short
11/14/2011	05/13/2011	732.00	100,000THS KINDER MORGAN MGMT LLC SHS	0.49	0.00	0.49	Short
11/14/2011	03/11/2011	0.3616	KINDER MORGAN MGMT LLC SHS	24.25	22.00	2.25	Short
10/27/2011	03/11/2011	260.00	VERIZON COMMUNICATIONS COM	9,694.80	9,312.74	382.06	Short
08/22/2011	03/11/2011	295.00	KIMBERLY CLARK CORP	19,311.76	19,026.06	285.70	Short
08/19/2011	03/11/2011	40.00	MCDONALDS CORP	3,503.25	3,069.23	434.02	Short
08/12/2011	03/11/2011	0.3685	KINDER MORGAN MGMT LLC SHS	0.00	22.81	-22.81	Short
07/25/2011	03/11/2011	35.00	PHILIP MORRIS INTL INC COM	2,515.32	2,225.76	289.56	Short
07/14/2011	03/11/2011	600.00	KRAFT FOODS INC CL A	21,289.61	19,050.70	2,238.91	Short
06/29/2011	03/11/2011	590.00	KONINKLIJKE PHILIPS ELECTRS N V SPONSORED ADR NEW 2000 ISIN#US5004723038	14,506.90	19,029.54	-4,522.64	Short
05/13/2011	03/11/2011	0.0451	KINDER MORGAN MGMT LLC SHS	0.00	2.84	-2.84	Short
04/05/2011	03/11/2011	150.00	VERIZON COMMUNICATIONS COM	5,748.27	5,372.73	375.54	Short
Total Realized Gain				147,279.81	140,521.41	6,758.40	

Berman Charitable Trust
3/31/2012

Closing T/D	Opening T/D	Quantity	Sec. Description	Proceeds	Cost Basis	Gain/Loss	Term
01/30/2012	03/15/2011	45.00	ONEOK INC NEW COM	3,750.82	2,820.19	930.63	Short
01/26/2012	03/15/2011	260.00	CABOT OIL & GAS CORP COM	8,450.41	6,074.51	2,375.90	Short
01/18/2012	03/15/2011	120.00	CIT GROUP INC NEW COM NEW	4,400.72	5,060.04	-659.32	Short
01/18/2012	03/15/2011	10.00	CABOT OIL & GAS CORP COM	661.69	467.27	194.42	Short
01/18/2012	03/15/2011	80.00	DENBURY RES INC COM NEW	1,415.17	1,806.53	-391.36	Short
01/18/2012	03/15/2011	50.00	ONEOK INC NEW COM	4,440.91	3,133.54	1,307.37	Short
01/17/2012	03/15/2011	30.00	ONEOK INC NEW COM	2,644.54	1,880.12	764.42	Short
01/17/2012	03/15/2011	220.00	ULTRA PETE CORP COM ISIN#CA9039141093	5,487.51	9,982.58	-4,495.07	Short
12/09/2011	03/15/2011	5.00	ONEOK INC NEW COM	400.76	313.35	87.41	Short
11/11/2011	03/15/2011	95.00	AVNET INC COM	2,922.69	3,040.13	-117.44	Short
11/11/2011	03/15/2011	100.00	BERKLEY W R CORP COM	3,531.65	2,993.42	538.23	Short
11/11/2011	03/15/2011	140.00	CABOT OIL & GAS CORP COM	12,304.68	6,541.78	5,762.90	Short
11/11/2011	03/15/2011	120.00	CASEYS GEN STORES INC	6,231.16	4,276.60	1,954.56	Short
11/11/2011	03/15/2011	135.00	ENCORE WIRE CORP	3,492.62	2,994.71	497.91	Short
11/11/2011	03/15/2011	345.00	FIFTH THIRD BANCORP COM	4,190.56	4,733.72	-543.16	Short
11/11/2011	03/15/2011	245.00	FOOT LOCKER INC COM	5,676.14	4,798.84	877.30	Short
11/11/2011	03/15/2011	60.00	KAISER ALUM CORP COM PAR	2,826.40	2,909.44	-83.04	Short
11/11/2011	03/15/2011	450.00	KEYCORP NEW COM	3,344.43	3,975.39	-630.96	Short
11/11/2011	03/15/2011	115.00	MENS WEARHOUSE INC COM	3,411.38	3,146.56	264.82	Short
11/11/2011	03/15/2011	85.00	ONEOK INC NEW COM	6,674.59	5,327.02	1,347.57	Short
11/11/2011	03/15/2011	100.00	PENNEY J C INC	3,365.93	3,677.65	-311.72	Short
11/11/2011	03/15/2011	105.00	PLUM CREEK TIMBER CO INC COM	3,852.79	4,412.21	-559.42	Short
11/11/2011	03/15/2011	60.00	RANGE RES CORP COM	4,367.71	2,991.37	1,376.34	Short
11/11/2011	03/15/2011	250.00	SPIRIT AEROSYSTEMS HLDGS INC CL A	4,803.70	6,180.08	-1,376.38	Short
11/09/2011	03/15/2011	35.00	CABOT OIL & GAS CORP COM	2,881.67	1,635.44	1,246.23	Short
11/03/2011	03/15/2011	540.00	JEFFERIES GROUP INC NEW COM	6,187.09	12,372.92	-6,185.83	Short
11/03/2011	08/12/2011	105.00	JEFFERIES GROUP INC NEW COM	1,203.04	1,732.77	-529.73	Short
10/28/2011	03/15/2011	65.00	UMB FINL CORP COM	2,423.12	2,520.04	-96.92	Short
09/28/2011	03/15/2011	55.00	CABOT OIL & GAS CORP COM	3,558.58	2,569.99	988.59	Short
09/16/2011	03/15/2011	20.00	UMB FINL CORP COM	726.18	775.40	-49.22	Short
08/15/2011	03/15/2011	70.00	AMERON INTL CORP CASH MERGER EFF 10/05/11 1 OLD/85.00 U.S.DOLLARS P/SH	5,888.77	5,044.28	844.49	Short
08/15/2011	05/06/2011	15.00	AMERON INTL CORP CASH MERGER EFF 10/05/11 1 OLD/85.00 U.S.DOLLARS P/SH	1,261.88	1,012.55	249.33	Short

Berman Charitable Trust
3/31/2012

Closing T/D	Opening T/D	Quantity	Sec. Description	Proceeds	Cost Basis	Gain/Loss	Term
08/10/2011	03/15/2011	295.00	PETROHAWK ENERGY CORP C/A EFF 8/25/11 1 OLD/ USD 38.75 P/S	11,301.73	6,305.63	4,996.10	Short
08/10/2011	07/14/2011	110.00	PETROHAWK ENERGY CORP C/A EFF 8/25/11 1 OLD/ USD 38.75 P/S	4,214.20	2,628.19	1,586.01	Short
08/04/2011	03/15/2011	10.00	AMERON INTL CORP CASH MERGER EFF 10/05/11 1 OLD/85.00 U.S.DOLLARS P/SH	840.98	720.61	120.37	Short
07/28/2011	03/15/2011	60.00	AMERON INTL CORP CASH MERGER EFF 10/05/11 1 OLD/85.00 U.S.DOLLARS P/SH	5,096.79	4,323.67	773.12	Short
07/25/2011	03/15/2011	40.00	UMB FINL CORP COM	1,731.99	1,550.80	181.19	Short
07/22/2011	03/15/2011	175.00	PETROHAWK ENERGY CORP C/A EFF 8/25/11 1 OLD/ USD 38.75 P/S	6,686.06	3,740.63	2,945.43	Short
07/13/2011	03/15/2011	25.00	CABOT OIL & GAS CORP COM	1,621.71	1,168.17	453.54	Short
07/12/2011	03/15/2011	35.00	CABOT OIL & GAS CORP COM	2,221.99	1,635.45	586.54	Short
07/12/2011	03/15/2011	15.00	ONEOK INC NEW COM	1,102.57	940.06	162.51	Short
06/06/2011	03/15/2011	80.00	UMB FINL CORP COM	3,335.27	3,101.60	233.67	Short
04/12/2011	03/15/2011	35.00	UMB FINL CORP COM	1,309.87	1,356.95	-47.08	Short
Total Realized Gain				166,242.45	148,672.20	17,570.25	

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE STATEMENT D-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
151,517.	158,491.	0.	0.	-6,974.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE STATEMENT D-2	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
21,133.	18,275.	0.	0.	2,858.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE STATEMENT D-3	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
147,280.	140,521.	0.	0.	6,759.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE STATEMENT D-4	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
166,242.	148,672.	0.	0.	17,570.

CAPITAL GAINS DIVIDENDS FROM PART IV	1,531.
TOTAL TO FORM 990-PF, PART I, LINE 6A	21,744.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
SUNTRUST BANK, ATLANTA	76.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	76.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
PERSHING ADVISOR SOLUTIONS - NOMINEE - DIVIDENDS	53,529.	1,531.	51,998.
TOTAL TO FM 990-PF, PART I, LN 4	53,529.	1,531.	51,998.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,900.	2,925.		975.
TO FORM 990-PF, PG 1, LN 16B	3,900.	2,925.		975.

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
INVESTMENT MANAGEMENT FEES	21,618.	21,618.		0.
TO FORM 990-PF, PG 1, LN 16C	21,618.	21,618.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	507.	507.		0.
EXCISE TAX	6,016.	0.		0.
TO FORM 990-PF, PG 1, LN 18	6,523.	507.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT A-2	497,670.	551,318.
SEE STATEMENT A-3	455,688.	507,320.
SEE STATEMENT A-4	418,488.	461,436.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,371,846.	1,520,074.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT A-1	COST	539,385.	537,927.
TOTAL TO FORM 990-PF, PART II, LINE 13		539,385.	537,927.

FORM 990-PF OTHER ASSETS STATEMENT 9

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DUE FROM BROKER	0.	5,457.	5,457.
GOLUB CAPITAL INVESTMENTS	0.	200,000.	205,809.
TO FORM 990-PF, PART II, LINE 15	0.	205,457.	211,266.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10 STATEMENT 10

NAME OF CONTRIBUTOR	ADDRESS
OLGA C. DE GOIZUETA	3475 LENOX RD., N.E. SUITE 950 ATLANTA, GA 30326
BOBBIE O. TOWNSELL CRT	25 SPRING OAKS COURT ATLANTA, GA 30327

FORM 990-PF PART XV - LINE 1A LIST OF FOUNDATION MANAGERS STATEMENT 11

NAME OF MANAGER

STEPHEN M. BERMAN
CALMA A. BERMAN

Form **8868** (Rev. January 2012) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

- 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.	Employer identification number (EIN) or
	THE BERMAN CHARITABLE TRUST	[X] 58-6195209
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. 25 SPRING OAKS CT., N.W.	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ATLANTA, GA 30327	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

- The books are in the care of ▶ STEPHEN M. BERMAN ATLANTA, GEORGIA - 30327

  Telephone No.▶ 404-256-9469 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 NOVEMBER 15, 2012 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [ ] calendar year ______ or

▶ [X] tax year beginning APR 1, 2011 , and ending MAR 31, 2012 .

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	$ 5,500.
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	$ 5,500.
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	$ 0.

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)