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 MAY 1, 2011 , and ending APR 30, 2012

Name of foundation: NIRENBERG FOUNDATION, INC.

A Employer identification number: 22-3059287

Number and street (or P O box number if mail is not delivered to street address): ONE HARTFIELD BLVD — Room/suite: 102

B Telephone number: 8606235252

City or town, state, and ZIP code: EAST WINDSOR, CT 06088

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)* ▶$ 1,599,832.

J Accounting method: [ ] Cash [X] 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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	297.	297.		
	4 Dividends and interest from securities	42,452.	42,452.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	170,479.			
	b Gross sales price for all assets on line 6a 1,244,195.				
	7 Capital gain net income (from Part IV, line 2)		170,479.		
	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	717.	717.		STATEMENT 1
	12 Total. Add lines 1 through 11	213,945.	213,945.		
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 2	3,550.	2,840.		0.
	c Other professional fees STMT 3	20,796.	20,796.		0.
	17 Interest				
	18 Taxes STMT 4	3,231.	601.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	43,915.	143.		0.
	24 **Total operating and administrative expenses** Add lines 13 through 23	71,492.	24,380.		0.
	25 Contributions, gifts, grants paid	465,100.			465,100.
	26 **Total expenses and disbursements.** Add lines 24 and 25	536,592.	24,380.		465,100.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<322,647.>			
	b **Net investment income** (if negative, enter -0-)		189,565.		
	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)

21010907 755449 NIR001 2011.04020 NIRENBERG FOUNDATION, INC. NIR001_1

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	2,420.	929.	929.
	2 Savings and temporary cash investments	26,500.	911.	911.
	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 6	1,373,739.	1,103,398.	1,545,990.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	77,228.	52,002.	52,002.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	1,479,887.	1,157,240.	1,599,832.
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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	5,174,265.	5,174,265.	
	29 Retained earnings, accumulated income, endowment, or other funds	<3,694,378.>	<4,017,025.>	
	30 **Total net assets or fund balances**	1,479,887.	1,157,240.	
	31 **Total liabilities and net assets/fund balances**	1,479,887.	1,157,240.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,479,887.
2	Enter amount from Part I, line 27a	2	<322,647.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,157,240.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,157,240.

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 ATTACHED	P		VARIOUS
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,244,195.		1,073,716.	170,479.
b				
c				
d				
e				

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				170,479.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } — 2 — 170,479.

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	480,870.	2,306,896.	.208449
2009	545,202.	2,299,500.	.237096
2008	532,477.	3,360,628.	.158446
2007	1,003,294.	4,859,820.	.206447
2006	572,639.	4,784,081.	.119697

2	**Total** of line 1, column (d)	2	.930135
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	.186027
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,914,993.
5	Multiply line 4 by line 3	5	356,240.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,896.
7	Add lines 5 and 6	7	358,136.
8	Enter qualifying distributions from Part XII, line 4	8	465,100.

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 ▶ [X] and enter 1% of Part I, line 27b		1	1,896.
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	1,896.
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	1,896.
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 2,800.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	2,800.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	904.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 904. **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)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 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) ▶ CT			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ NOREEN HEON Telephone no. ▶ 8606235252

Located at ▶ ONE HARTFIELD BLVD, EAST WINDSOR, CT ZIP+4 ▶ 06088

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
CHARLES NIRENBERG	PRES/DIRECTOR 0.00	0.	0.	0.
JANET NIRENBERG	TREAS/DIRECTOR 0.00	0.	0.	0.
JONATHAN K. BERNSTEIN	SEC/DIRECTOR 0.00	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
NONE				

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

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

3 Five highest-paid independent contractors for professional services. 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	1,928,775.
b	Average of monthly cash balances	1b	15,380.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,944,155.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,944,155.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	29,162.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,914,993.
6	**Minimum investment return.** Enter 5% of line 5	6	95,750.

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	95,750.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 1,896.		
b	Income tax for 2011. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	1,896.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	93,854.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	93,854.
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	93,854.

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	465,100.
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	465,100.
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	1,896.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	463,204.

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				93,854.
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 337,680.				
b From 2007 776,379.				
c From 2008 365,092.				
d From 2009 435,823.				
e From 2010 370,785.				
f **Total** of lines 3a through e	2,285,759.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 465,100.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				93,854.
e Remaining amount distributed out of corpus	371,246.			
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	2,657,005.			
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	337,680.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	2,319,325.			
10 Analysis of line 9:				
a Excess from 2007 776,379.				
b Excess from 2008 365,092.				
c Excess from 2009 435,823.				
d Excess from 2010 370,785.				
e Excess from 2011 371,246.				

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).)

NONE

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

NONE

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

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

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

CHARLES NIRENBERG, (860) 623-5252
24 DEEPBROOK HARBOR, SUFFIELD, CT 06078

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

LETTER FORM AND DOCUMENTATION EVIDENCING NEED

c Any submission deadlines:

NONE

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

NONE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE SCHEDULE ATTACHED				465,100.
Total			▶ 3a	465,100.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) 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	297.	
4 Dividends and interest from securities			14	42,452.	
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			14	717.	
8 Gain or (loss) from sales of assets other than inventory			18	170,479.	
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.		213,945.	0.

13 **Total** Add line 12, columns (b), (d), and (e) 13 213,945.

(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

▶ Charles Nirenberg | 9-11-12 | ▶ Pres.

Signature of officer or trustee | Date | Title

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
	Stan Barowski	9-10-12		P00165746
Firm's name ▶ BLUM, SHAPIRO & COMPANY, P.C., CPA'S			Firm's EIN ▶ 06-1009205	
Firm's address ▶ 29 S. MAIN STREET, P.O. BOX 272000 WEST HARTFORD, CT 06127-2000			Phone no. 860 561-4000	

FORM 990-PF	OTHER INCOME	STATEMENT 1

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PORTFOLIO INCOME	717.	717.	
TOTAL TO FORM 990-PF, PART I, LINE 11	717.	717.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,550.	2,840.		0.
TO FORM 990-PF, PG 1, LN 16B	3,550.	2,840.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	20,796.	20,796.		0.
TO FORM 990-PF, PG 1, LN 16C	20,796.	20,796.		0.

FORM 990-PF	TAXES	STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
IRS	2,630.	0.		0.
FOREIGN WITHHOLDING TAXES	601.	601.		0.
TO FORM 990-PF, PG 1, LN 18	3,231.	601.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE PREMIUMS	43,772.	0.		0.
BANK CHARGES	143.	143.		0.
TO FORM 990-PF, PG 1, LN 23	43,915.	143.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT 6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	1,103,398.	1,545,990.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,103,398.	1,545,990.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PRIVATE EQUITY PORTFOLIO FUND, LLC	COST	52,002.	52,002.
TOTAL TO FORM 990-PF, PART II, LINE 13		52,002.	52,002.

Nirenberg Foundation, Inc.
Fair Market Value - Stocks
Fiscal Year Ended 4/30/12

Statement re: Part II, Line 10b

Security	Shares	Cost Basis	FMV @ 4/30/12
J.P. Morgan			
Apache Corp	637	11,498.34	61,113 78
Apple Computer Inc	423	27,835.77	247,133 52
IShares Dow Jones Index Fund	1,303	97,046.00	91,105.76
IShares MSCI Pacific ex Japan	1,303	33,439.32	57,462.30
iShares Russell 2000 Growth Index Fund	657	63,017.34	61,560 90
Johnson & Johnson	873	8,845.24	56,832 30
Philip Morris International Inc	957	42,641.34	85,661.07
Powershares QQQ Trust	2,147	121,194.63	143,333 72
Sector SPDR Trust	1,780	38,569.05	53,079 60
Sector SPDR Trust XLI	3,977	137,280.45	147,188 77
SELECT SECTOR SPDR FUND	1,048	40,955.11	47,799 28
Select Sector SPDR Trust	1,146	81,742.18	81,641 04
SPDR GOLD TR	520	86,702.43	84,177 60
SPDR S&P Metals & Mining ETF	1,370	78,614.03	66,376 50
Telefonica SA	2,212	50,247.86	32,361 56
VANGUARD INTERNATIONAL EQUITY	2,717	112,683.00	115,635 52
Vanguard Sector Index FDS	980	32,173.02	64,160 60
Windstream Corp	4,392	38,913.12	49,366 08
Total Stocks		1,103,398.23	1,545,989 90

Nirenberg Foundation, Inc.
Capital Gains (Losses)
Fiscal Year Ended 4/30/12

Statement re Part IV, Line 1a

Acct	Security	Shares	Bought	Sold	Sales Price	Cost Basis	Gain/Loss
JP Mprgan -	Frontier Communications Ser B	5/29/00	11/21/03	5/5/2011	1,238 99	1,183 27	55 72
JP Mprgan -	Frontier Communications Ser B	12/25/00	5/4/07	5/5/2011	2,973 57	3,561 38	(587 81)
JP Mprgan -	Williams Companies	11/23/00	9/22/09	5/5/2011	10,856 59	6,232 56	4,624 03
JP Mprgan -	IShares MSCI Pacific ex Japan	1/29/01	12/29/03	5/6/2011	19,753 57	9,310 15	10,443 42
JP Mprgan -	IShares MSCI Pacific ex Japan	6/16/03	1/7/04	5/6/2011	63,161 41	30,871 93	32,289 48
JP Mprgan -	SPDR S&P Metals & Mining ETF	9/21/01	2/26/10	5/9/2011	45,358 55	31,605 78	13,752 77
JP Mprgan -	SPDR Ser Ter XHB	2/25/07	2/24/10	6/9/2011	45,111 01	41,938 65	3,172 36
JP Mprgan -	SPDR Ser Ter XHB	5/14/11	3/8/10	6/9/2011	71,680 41	67,719 12	3,961 29
JP Mprgan -	SPDR Ser Ter XHB	5/10/05	4/27/10	6/9/2011	33,785 78	36,909 02	(3,123 24)
JP Mprgan -	SPDR S&P Metals & Mining ETF	9/7/00	2/26/10	8/5/2011	14,405 82	12,592 14	1,813 68
JP Mprgan -	SPDR S&P Metals & Mining ETF	1/6/02	4/21/10	8/5/2011	42,299 15	42,053 22	245 93
JP Mprgan -	Powershares QQQ Trust	8/15/02	10/19/10	8/9/2011	48,895 38	48,331 10	564 28
JP Mprgan -	Select Sector SPDR Trust	5/6/02	6/16/09	8/10/2011	55,267 20	46,209 01	9,058 19
JP Mprgan -	Williams Companies	8/27/06	9/22/09	8/19/2011	60,277 43	46,193 13	14,084 30
JP Mprgan -	iShares Russell 2000 Growth Index Fund	11/5/01	10/19/10	9/12/2011	51,967 25	34,426 96	17,540 29
JP Mprgan -	iShares Russell 2000 Growth Index Fund	7/8/00	7/12/11	9/12/2011	14,627 82	18,222 69	(3,594 87)
JP Mprgan -	IShares Dow Jones Index Fund	7/29/01	3/27/09	10/3/2011	32,140 18	20,439 36	11,700 82
JP Mprgan -	IShares Dow Jones Index Fund	10/19/00	3/4/10	10/3/2011	16,349 08	17,609 30	(1,260 22)
JP Mprgan -	iShares Russell 2000 Growth Index Fund	11/5/01	7/12/11	10/3/2011	33,236 36	64,738 51	(31,502 15)
JP Mprgan -	Sector SPDR Trust XLI	4/4/07	6/24/10	10/4/2011	74,067 51	80,643 15	(6,575 64)
JP Mprgan -	IShares Trust MSCI Emerging	10/17/03	10/10/11	10/12/2011	54,829 24	52,390 38	2,438 86
JP Mprgan -	Apache Corp	7/31/00	9/27/01	12/1/2011	21,311 58	3,844 14	17,467 44
JP Mprgan -	Apple Computer Inc	3/17/00	4/24/06	12/1/2011	29,737 59	5,067 03	24,670 56
JP Mprgan -	iShares Russell 2000 Growth Index Fund	1/11/00	7/12/11	12/1/2011	934 39	1,055 00	(120 61)
JP Mprgan -	iShares Russell 2000 Growth Index Fund	7/26/00	7/19/11	12/1/2011	17,668 40	19,950 69	(2,282 29)
JP Mprgan -	IShares Dow Jones Index Fund	3/9/01	3/4/10	12/1/2011	29,197 78	26,083 40	3,114 38
JP Mprgan -	IShares MSCI Pacific ex Japan	8/24/00	1/7/04	12/1/2011	9,909 20	5,793 07	4,116 13
JP Mprgan -	IShares MSCI Pacific ex Japan	7/15/00	2/13/04	12/1/2011	8,236 77	5,055 68	3,181 09
JP Mprgan -	Johnson & Johnson	10/16/00	4/27/94	12/1/2011	18,728 65	2,938 28	15,790 37
JP Mprgan -	Powershares QQQ Trust	3/7/00	10/19/10	12/1/2011	3,798 29	3,380 15	418 14
JP Mprgan -	Powershares QQQ Trust	10/9/01	4/8/11	12/1/2011	36,735 71	37,013 76	(278 05)
JP Mprgan -	Philip Morris International Inc	11/13/00	11/10/08	12/1/2011	24,415 63	14,169 22	10,246 41
JP Mprgan -	Sector SPDR Trust XLI	8/1/00	6/24/10	12/1/2011	7,252 32	6,509 86	742 46
JP Mprgan -	Sector SPDR Trust XLI	1/15/03	7/7/11	12/1/2011	37,651 06	42,473 53	(4,822 47)
JP Mprgan -	Sector SPDR Trust	8/15/01	11/13/09	12/1/2011	15,229 54	12,849 12	2,380 42
JP Mprgan -	Select Sector SPDR Trust	1/16/01	6/16/09	12/1/2011	27,183 70	20,597 25	6,586 45
JP Mprgan -	SELECT SECTOR SPDR FUND	12/15/00	10/21/11	12/1/2011	13,632 37	13,677 75	(45 38)
JP Mprgan -	SPDR S&P Metals & Mining ETF	5/23/00	4/21/10	12/1/2011	7,834 30	8,216 64	(382 34)
JP Mprgan -	SPDR S&P Metals & Mining ETF	11/7/00	6/24/10	12/1/2011	16,974 31	16,532 88	441 43
JP Mprgan -	SPDR GOLD TR	6/21/00	8/3/11	12/1/2011	29,456 30	28,083 45	1,372 85
JP Mprgan -	Telefonica SA	1/6/02	8/23/10	12/1/2011	13,812 36	16,741 72	(2,929 36)
JP Mprgan -	Vanguard Sector Index FDS	12/31/00	6/15/09	12/1/2011	20,422 80	12,015 63	8,407 17
JP Mprgan -	VANGUARD INTERNATIONAL EQUITY	6/23/02	10/12/11	12/1/2011	37,143 10	36,426 16	716 94
JP Mprgan -	Windstream Corp	1/3/04	8/6/09	12/1/2011	17,128 91	12,971 04	4,157 87
JP Mprgan -	Vanguard Sector Index FDS	4/27/00	6/15/09	3/19/2012	7,517 64	3,873 89	3,643 75
					1,244,195 00	1,068,500 15	175,694 85
PEP, LLC	Sch K-1, Net Capital Gain (Loss)			12/31/11	-	5,216 00	(5,216 00)
TOTAL 5/1/11 - 4/30/12					1,244,195 00	1,073,716 15	170,478 85

Nirenberg Foundation, Inc.
Contributions Paid During the Year
Fiscal Year Ended 4/30/12

Statement re Part XV, Line 3a

Date	Description	Purpose	Amount
5/25/2011	Yeshiva Academy	Education	2,000.00
9/8/2011	Yeshiva Academy	Education	3,000.00
9/8/2011	Masorti Foundation For Cons. Judaism	Donation	600 00
9/20/2011	Dana-Farber Cancer Inst. (Trustee Annual Fund)	Research	2,500 00
12/8/2011	University Of Massachusetts	Education	45,000 00
12/8/2011	University Of Massachusetts	Education	20,000 00
12/8/2011	Jewish Theological Seminary	Education	63,000 00
12/8/2011	Dana-Farber Cancer Inst. (Trustee Annual Fund)	Research	90,000 00
12/8/2011	Mass. General Hospital	Research	45,000 00
12/8/2011	Jewish Federation Of W. Mass.	Donation	100,000 00
12/8/2011	Jewish Federation Of W. Mass.	Donation	10,000 00
12/8/2011	Temple Beth El - SKLC	Donation	10,000 00
12/8/2011	Schecter Institute Of Jewish Studies	Education	15,000 00
12/8/2011	Spfld. Jewish Community Center	Donation	20,000 00
12/8/2011	Community Music School Of Spfld.	Education	5,000 00
12/8/2011	CLAL	Donation	1,000.00
12/8/2011	Temple Beth El - Centennial Campaign	Donation	5,000 00
12/8/2011	Hillel House At UMASS - '11 Bike Ride	Donation	5,000.00
12/8/2011	Hillel House At UMASS	Donation	10,000.00
12/20/2011	Sandi Kupperman Learning Center	Education	4,500 00
2/22/2012	Yeshiva Academy	Education	3,000.00
3/29/2012	United Synagogue Of Cons. Judaism	Donation	2,500 00
4/5/2012	Yeshiva Academy	Education	3,000 00
			465,100