EXTENSION ATTACHED

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 7/01 , 2011, and ending 6/30 , 2012

JAY & DEANIE STEIN FOUNDATION TRUST
1200 RIVERPLACE BLVD 10TH FLOOR
JACKSONVILLE, FL 32207

A Employer identification number 31-1585141

B Telephone number (see the instructions)

C If exemption application is pending, check here ► ☐

D 1 Foreign organizations, check here ► ☐

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► $ 21,651,026.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► [X] if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	419.	419.	N/A	
	4 Dividends and interest from securities	721,724.	721,724.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	193,261.			
	b Gross sales price for all assets on line 6a 1,365,875.				
	7 Capital gain net income (from Part IV, line 2)		193,261.		
	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/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	915,404.	915,404.		
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) SEE ST 1	15,000.	15,000.		
	b Accounting fees (attach sch) SEE ST 2	48,977.	16,326.		32,651.
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)(see instrs)				
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 3	48.	48.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	64,025.	31,374.		32,651.
	25 Contributions, gifts, grants paid PART XV	1,265,588.			1,265,588.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,329,613.	31,374.		1,298,239.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-414,209.			
	b **Net investment income** (if negative, enter -0-)		884,030.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

			Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1	Cash — non-interest-bearing			
	2	Savings and temporary cash investments	875,986.	79,389.	79,389.
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch) ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments — U.S. and state government obligations (attach schedule) STATEMENT 4	132,535.	95,391.	102,330.
	b	Investments — corporate stock (attach schedule) STATEMENT 5	5,154,680.	5,372,229.	6,010,568.
	c	Investments — corporate bonds (attach schedule) STATEMENT 6	3,939,690.	4,153,499.	4,325,226.
	11	Investments — land, buildings, and equipment: basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	12	Investments — mortgage loans			
	13	Investments — other (attach schedule) STATEMENT 7	8,907,192.	8,895,366.	11,133,513.
	14	Land, buildings, and equipment: basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	19,010,083.	18,595,874.	21,651,026.
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	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 ► X and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	19,010,083.	18,595,874.	
	30	**Total net assets or fund balances** (see instructions)	19,010,083.	18,595,874.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	19,010,083.	18,595,874.	

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	19,010,083.
2	Enter amount from Part I, line 27a	2	-414,209.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	18,595,874.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	18,595,874.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	CAPITAL GAIN DISTRIBUTIONS	P	VARIOUS	VARIOUS
b	PUBLICLY TRADED SECURITIES			
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	299,915.			299,915.
b	1,065,960.		1,172,614.	-106,654.
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				299,915.
b				-106,654.
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	193,261.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	0.

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	2,709,583.	22,712,324.	0.119300
2009	1,261,616.	21,321,071.	0.059172
2008	138,529.	15,084,619.	0.009183
2007	1,540,724.	21,092,246.	0.073047
2006	1,248,679.	26,545,648.	0.047039

2	**Total** of line 1, column (d)	2	0.307741
3	Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.061548
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	21,978,168.
5	Multiply line 4 by line 3	5	1,352,712.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,840.
7	Add lines 5 and 6	7	1,361,552.
8	Enter qualifying distributions from Part XII, line 4	8	1,298,239.

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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. ► ☐ and enter 1% of Part I, line 27b		1	17,681.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	17,681.
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	17,681.
6 Credits/Payments:			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a 81,689.		
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	81,689.
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	0.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►		10	64,008.
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ► 64,008.	**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 the instructions for definition)?	1b		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ► $ 0. (2) On foundation managers ► $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
If 'Yes,' attach a detailed description of the activities.			
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?	4b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If 'Yes,' attach the statement required by General Instruction T.			
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, column (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► FL			
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 ► SHORSTEIN & SHORSTEIN, P.A. Telephone no. ► 904-739-1311

Located at ► 8265 BAYBERRY ROAD JACKSONVILLE FL ZIP + 4 ► 32256

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A. ► ☐

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)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see instructions.)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__ .			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? [ ] Yes [X] 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 [X] No

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ► [ ]

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

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? [ ] Yes [X] 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 (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JAY STEIN 4470 WORTH DRIVE JACKSONVILLE, FL 32207	TRUSTEE 2.00	0.	0.	0.

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 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	21,562,760.
	b Average of monthly cash balances		1b	750,101.
	c Fair market value of all other assets (see instructions)		1c	
	d **Total** (add lines 1a, b, and c)		1d	22,312,861.
	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	22,312,861.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	334,693.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	21,978,168.
6	**Minimum investment return.** Enter 5% of line 5		6	1,098,908.

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

1	Minimum investment return from Part X, line 6		1	1,098,908.
2a	Tax on investment income for 2011 from Part VI, line 5	2a 17,681.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	17,681.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	1,081,227.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	1,081,227.
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	1,081,227.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes:		
	a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1a	1,298,239.
	b Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
	a Suitability test (prior IRS approval required)	3a	
	b Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,298,239.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,298,239.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				1,081,227.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			0.	
b Total for prior years: 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010 1,482,508.				
f Total of lines 3a through e	1,482,508.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► $ 1,298,239.				
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				1,081,227.
e Remaining amount distributed out of corpus	217,012.			
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	1,699,520.			
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 instructions			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) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1,699,520.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010 1,482,508.				
e Excess from 2011 217,012.				

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
2a 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 organization 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).)

JAY STEIN

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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient 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 STATEMENT 8				
Total ► 3a				1,265,588.
b *Approved for future payment*				
Total ► 3b				

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 (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	419.	
4 Dividends and interest from securities			14	721,724.	
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	193,261.	
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)				915,404.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 915,404.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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: 2·1·13 Title: Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MARK J. SHORSTEIN	MARK J. SHORSTEIN	2/1/13		P00542864

Firm's name ► SHORSTEIN & SHORSTEIN, P.A. Firm's EIN ► 59-2701990

Firm's address ► 8265 BAYBERRY RD. JACKSONVILLE, FL 32256 Phone no (904) 739-1311

STATEMENT 1
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	$ 15,000.	$ 15,000.		
TOTAL	$ 15,000.	$ 15,000.		$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	$ 48,977.	$ 16,326.		$ 32,651.
TOTAL	$ 48,977.	$ 16,326.		$ 32,651.

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSE	$ 48.	$ 48.		
TOTAL	$ 48.	$ 48.		$ 0.

STATEMENT 4
FORM 990-PF, PART II, LINE 10A
INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS

U.S. GOVERNMENT OBLIGATIONS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
2900 FNMA 11/1/35 5.5%	COST	$ 79,741.	$ 83,585.
400 FNMA GTD 4/1/35 5.5%	COST	15,650.	18,745.
		$ 95,391.	$ 102,330.
	TOTAL	$ 95,391.	$ 102,330.

STATEMENT 5
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
3000 AMERICAN EXPRESS	COST	$ 62,081.	$ 174,630.
2000 AUTOMATIC DATA PROCESSING	COST	38,914.	111,320.
4748 CISCO SYSTEMS	COST	48,285.	81,523.
374 CITIGROUP INC NEW	COST	79,086.	10,251.
5400 COMCAST CORP CL A	COST	60,824.	169,560.
5250 GENERAL ELECTRIC CO	COST	136,933.	109,410.
3500 HOME DEPOT INC	COST	47,380.	185,465.
2500 JOHNSON & JOHNSON	COST	73,772.	168,900.
700 ELI LILLY & CO	COST	51,000.	30,037.
2000 MICROSOFT CORP	COST	92,742.	61,180.
4112 EXXON MOBIL CORP	COST	135,825.	351,864.
3962 PFIZER INC	COST	86,416.	91,126.
2000 PROCTER & GAMBLE CO	COST	62,933.	122,500.
683 TIME WARNER INC	COST	66,405.	26,296.
21894 STEIN MART	COST	554,575.	174,057.
50 AMERICAN INTERNATIONAL GROUP	COST	86,981.	1,605.
1400 IBM CORP	COST	169,094.	273,812.
1600 WAL-MART STORES INC	COST	73,468.	111,552.
3000 DU PONT DE NEMOURS	COST	139,524.	151,710.
500 MORGAN STANLEY	COST	27,604.	7,295.
2000 AMGEN INC	COST	130,169.	145,820.
4000 APPLIED MATERIALS	COST	89,521.	45,780.
1200 CHEVRON CORP	COST	51,893.	126,600.
1000 INTEL CORP	COST	32,075.	26,650.
1692 KRAFT FOODS INC	COST	44,465.	65,345.
1000 ALTRIA GROUP	COST	10,767.	34,550.
2000 CONOCOPHILLIPS	COST	50,441.	111,760.
1000 FIFTH THIRD BANCORP	COST	58,425.	13,400.
150 LIBERTY GLOBAL INC SERIES C	COST	2,791.	7,162.
2000 SYMANTEC CORP	COST	35,994.	29,220.
600 AMERIPRISE FINANCIAL	COST	8,842.	31,356.
150 LIBERTY GLOBAL INC CL A	COST	3,997.	7,445.
750 LIBERTY MEDIA INTERACTIVE SER A	COST	15,858.	13,331.
500 BROADRIDGE FINANCIAL	COST	4,166.	10,635.
1000 WESTERN UNION CO	COST	18,209.	16,840.
250 DISCOVER FINANCIAL SERVICES	COST	5,451.	8,645.
1000 PHILIP MORRIS INTL INC	COST	24,536.	87,260.
15 ASCENT MEDIA CORP SER A	COST	429.	776.
150 DISCOVERY COMMUNICATIONS INC SER C	COST	2,199.	7,514.
150 DISCOVERY COMMUNICATIONS SER A	COST	2,449.	8,100.
171 TIME WARNER CABLE INC NEW	COST	23,410.	14,039.
325026.657 JPMORGAN HIGH YIELD BOND FUND	COST	2,495,099.	2,557,960.
62 AOL INC	COST	4,857.	1,741.
865 MERCK & CO	COST	33,333.	36,114.
600 DIRECTV COM	COST	10,107.	29,292.
1000 KROGER CO	COST	100,264.	107,874.
26 AMERICAN INTL GRP INC WT 1/19/21	COST	0.	268.
202 LIBERTY MEDIA CO LIBERTY CAP A	COST	3,650.	17,758.
1000 PHILLIPS 66 COM	COST	14,990.	33,240.
	TOTAL	$ 5,372,229.	$ 6,010,568.

STATEMENT 6
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

CORPORATE BONDS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
1000 COX COMMUNICATIONS NOTES	COST	$ 100,052.	$ 101,500.
1000 HERSHEY FOODS CORP NTS 4/1/13 5%	COST	99,512.	103,279.
500 DEVON ENERGY CORP NEW 1/15/14 5.625%	COST	49,887.	53,477.
250 NORFOLK SOUTHERN CORP NOTES DUE 6/15	COST	25,031.	30,530.
11300 ISHARES IBOXX $ H/Y CORP BND	COST	1,001,348.	1,031,577.
1200 BOSTON SCIENTIFIC CORP DUE 1/15/15	COST	120,083.	127,866.
500 CNA FINL CORP 11/15/19 7.35%	COST	50,131.	59,151.
1000 FORD MTR CR CO DUE 1/15/20 8.125%	COST	98,679.	122,142.
500 GATX CORP DUE 10/1/12 4.75%	COST	50,096.	50,416.
500 GOLDMAN SACHS GROUP INC MEDIUM TERM	COST	46,775.	46,178.
1000 LIBERTY MEDIA CORP NEW NOTE 5/15	COST	99,000.	102,250.
1000 MORGAN STANLEY SR NT 11/20/14 4.2%	COST	100,335.	99,848.
500 RANGE RES CORP SR SUB NT DUE 10/1/17	COST	49,187.	52,250.
500 ROPER INDS INC NEW	COST	50,176.	59,505.
1000 SEACOR HLDGS INC DUE 10/1/19 7.375%	COST	99,704.	108,453.
300 ST JUDE MEDICAL INC SR NT DUE 9/15	COST	30,051.	30,492.
1000 VODAFONE GROUP PLC NEW 11/24	COST	99,575.	106,560.
1000 WILLIS GROUP NORTH AMERICA DUE 7/15	COST	99,263.	108,497.
1000 AMER EXPRESS CREDIT CO SR UNSECURED	COST	100,000.	100,617.
1000 ANHEUSER BUSCH INBEV WORLDWIDE INC	COST	100,000.	100,816.
1000 AON CORP SR UNSECURED DUE 5/27/16	COST	99,959.	104,190.
1000 AVATAR HOLDINGS INC	COST	100,280.	99,000.
500 BNP PARIBAS US DUE 1/10/14	COST	50,000.	48,985.
500 COVANTA HLDG CORP SR NT DUE 12/1/20	COST	50,000.	54,171.
1000 GENERAL ELEC CAP CORP NT DUE 1/7/14	COST	100,000.	100,417.
1000 GENERAL ELEC CAP CORP SR UNSECURED	COST	100,025.	99,912.
900 PETROBAS INTL FIN CO DUE 1/27/16 3.8	COST	89,697.	93,290.
400 RANGE RES CORP SR NT DUE 8/1/20	COST	40,150.	43,400.
1000 RANGE RESOURCES CORP SR SUB NT 5.75	COST	99,875.	104,500.
350 ROWAN COS INC SR NT DUE 9/1/17 5%	COST	34,826.	37,676.
500 ROYAL BK SCOTLAND PLC DUE 1/11/14	COST	49,849.	50,198.
1000 XEROX CORP SR NT FLTG RATE DUE 5/16	COST	100,296.	99,865.
1000 BUNGE LTD FIN CORP DUE 6/15/17 3.2%	COST	99,808.	100,221.
250 CENTURYTEL INC DUE 2/15/15 5%	COST	26,350.	26,179.
250 COVANTA HLDG CORP SR NT DUE 10/1/22	COST	25,000.	26,425.
500 GOLDMAN SACHS GROUP INC DUE 2/7/16	COST	49,866.	50,005.
1000 GREAT LAKES DREDGE & DOCK CORP SR N	COST	90,000.	100,000.
1000 HEINZ H J CO	COST	101,850.	102,632.
1000 KRAFT FOODS INC SR UNSECURED DUE 7/	COST	100,000.	100,361.
460 MEDAMERICAN ENERGY HOLDINGS CO NEW	COST	49,663.	48,959.
500 NEWFIELD EXPL CO SR UNSECURED DUE	COST	50,000.	51,125.
1250 TRANSOCEAN SEDCO FOREX INC DUE 12/1	COST	124,882.	135,580.
500 VONADO REALTY TRUST	COST	52,238.	52,731.
	TOTAL	$ 4,153,499.	$ 4,325,226.

STATEMENT 7
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

OTHER INVESTMENTS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
5000 STATE OF ISRAEL BOND	COST	$ 50,000.	$ 50,000.
TOTAL OTHER INVESTMENTS		$ 50,000.	$ 50,000.
OTHER PUBLICLY TRADED SECURITIES			
444046.339 FIRST EAGLE OVERSEAS FD CL A	COST	7,340,063.	9,404,901.
63750.675 FIDELITY ADVISOR HIGH INC T	COST	610,550.	633,682.
6100 MIDCAP SPDR TR	COST	894,753.	1,044,930.
TOTAL OTHER PUBLICLY TRADED SECURITIES		$ 8,845,366.	$ 11,083,513.
TOTAL		$ 8,895,366.	$ 11,133,513.

STATEMENT 8
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
CONGREGATION AHAVATH CHESED 8727 SAN JOSE BLVD JACKSONVILLE, FL 32217	N/A	PUBLIC	RELIGIOUS	$ 6,220.
JEWISH FAMILY & COMMUNITY SVCS 6261 DUPONT STATION COURT E JACKSONVILLE, FL 32217	N/A	PUBLIC	COMMUNITY SERVICES	10,000.
JACKSONVILLE JEWISH FEDERATION 8505 SAN JOSE BLVD #A JACKSONVILLE, FL 32217	N/A	PUBLIC	SUPPORT JEWISH AGENCY	30,000.
POLICE ATHLETIC LEAGUE OF JACKSONVILLE 3450 MONUMENT ROAD JACKSONVILLE, FL 32225	N/A	PUBLIC	SUPPORT YOUTH ACTIVITIES	500.
LINCOLN CENTER 70 LINCOLN CENTER PLAZA NEW YORK, NY 10023	N/A	PUBLIC	SUPPORT ARTS	4,500.
METROPOLITAN MUSEUM OF ART 1000 5TH AVENUE NEW YORK, NY 10028	N/A	PUBLIC	SUPPORT ARTS	15,000.
BOLLES SCHOOL JACKSONVILLE, FL	N/A	PUBLIC	EDUCATION	100.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
I M SULZBACHER CENTER 611 E ADAMS STREET JACKSONVILLE, FL 32202	N/A	PUBLIC	COMMUNITY	$ 5,000.
THE BRIDGE OF NORTHEAST FL 1824 PEARL STREET JACKSONVILLE, FL	N/A	PUBLIC	SUPPORT CHILDREN	6,000.
HEBREW UNION CONGREGATION P O BOX 1333 504 MAIN STREET GREENVILLE, MS 38702	N/A	PUBLIC	RELIGIOUS	708.
F E G S 315 HUDSON STREET NEW YORK, NY 10013	N/A	PUBLIC	COMMUNITY	5,000.
INST. OF SOUTHERN JEWISH LIFE P O BOX 16528 JACKSON, MS 39236	N/A	PUBLIC	RELIGIOUS	15,000.
NEW YORK UNIVERSITY 25 WEST 4TH STREET 4TH FLOOR NEW YORK, NY 10012	N/A	PUBLIC	EDUCATION	522,000.
WOLFSON CHILDREN'S HOSPITAL 800 PRUDENTIAL DRIVE JACKSONVILLE, FL 32207	N/A	PUBLIC	MEDICAL SUPPORT	1,200.
THOMAS JEFFERSON FOUNDATION P O BOX 316 CHARLOTTESVILLE, VA 22902	N/A	PUBLIC	EDUCATION	5,000.
AISH HA TORAH 3150 SHERIDAN AVENUE MIAMI BEACH, FL 33140	N/A	PUBLIC	RELIGIOUS	500.
CHABAD LUBAVITCH NE FL 10129 HALEY ROAD JACKSONVILLE, FL 32257	N/A	PUBLIC	RELIGIOUS	260.
DOUGLAS ANDERSON SCHOOL ARTS 2445 SAN DIEGO ROAD JACKSONVILLE, FL 32207	N/A	PUBLIC	EDUCATION	2,500.
THE CUMMER MUSEUM OF ART & GARDENS 829 RIVERSIDE AVENUE JACKSONVILLE, FL 32204	N/A	PUBLIC	SUPPORT ARTS	10,000.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
PARK EAST SYNAGOGUE 163 EAST 67TH STREET NEW YORK, NY 10021	N/A	PUBLIC	RELIGIOUS	$ 2,850.
US HOLOCAUST MEMORIAL MUSEUM DEVELOP OFFICE, PO BOX 97349 WASHINGTON, DC 20090	N/A	PUBLIC	SUPPORT ARTS	500,000.
GOLDRING WOLDENBERG INSTITUTE PO BOX 16528 JACKSON, MS 39236	N/A	PUBLIC	RELIGIOUS	20,000.
CHILDREN'S HOME SOCIETY OF FLORIDA 1485 S. SEMORAN BOULEVARD, STE 1448 WINTER PARK, FL 32792	N/A	PUBLIC	GENERAL SUPPORT OF CRITICAL SERVICE PROVIDED TO CHILDREN & FAMILIES IN FLORIDA	5,000.
FRIENDS OF FAI 24 WEST 12TH STREET NEW YORK, NY 10011	N/A	PUBLIC	ACQUISITION, RESTORATION AND PRESERVATION OF ITALIAN MONUMENTS AND ENVIRONMENTAL LANDMARKS	20,000.
WESTMINSTER SYNAGOGUE KENT HOUSE, RUTLAND GARDENS LONDON SW7 1BX, UNITED KINGDOM	N/A	PUBLIC	RELIGIOUS	1,500.
SOUTHERN JEWISH HISTORICAL SOCIETY PO BOX 71601 MARIETTA, GA 30007	N/A	PUBLIC	GENERAL SUPPORT.	500.
ANSHE CHESED CONGREGATION 1000 ORCHARD TERRACE LINDEN, NJ 07036	N/A	PUBLIC	RELIGIOUS	2,000.
CROHN'S & COLITIS FDN-N. FLA CHAPTER PO BOX 9842 JACKSONVILLE, FL 32208	N/A	PUBLIC	TO SUPPORT THE CURE OF CROHN'S DISEASE AND ULCERATIVE COLITIS.	250.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
DLC NURSE & LEARN 4101-1 COLLEGE STREET JACKSONVILLE, FL 32205	N/A	PUBLIC	TO SUPPORT THE NEEDS OF SPECIAL NEEDS CHILDREN, IN A CHRISTIAN, LOVING ATMOSPHERE.	$ 3,000.
FRESH AIR FUND 633 THIRD AVENUE, 14TH FLOOR NEW YORK, NY 10017	N/A	PUBLIC	TO PROVIDE INNER-CITY CHILDREN WITH SUMMER VACATION AT CAMPS.	500.
MARTIN J. GOTTLIEB DAY SCHOOL 3662 CROWN POINT ROAD JACKSONVILLE, FL 32257	N/A	PUBLIC	EDUCATION	2,500.
MOCA 333 NORTH LAURA STREET JACKSONVILLE, FL 32202	N/A	PUBLIC	SUPPORT ARTS	5,000.
NORTH SUNFLOWER MEDICAL FOUNDATION P.O. BOX 369 RULEVILLE, MS 38771	N/A	PUBLIC	SUPPORT MEDICAL CENTER	5,000.
RECESS ACTIVITIES, INC. 41 GRAND STREET, GROUND FLOOR NEW YORK, NY 10013	N/A	PUBLIC	SUPPORT ARTS	500.
THE ASPEN INSTITUTE ONE DUPONT CIRCLE, SUITE 700 WASHINGTON, DC 20036	N/A	PUBLIC	TO SUPPORT EDUCATIONAL & POLICY STUDIES ORGANIZATION.	10,000.
THE ATLANTA BASEBALL FOUNDATION 10971 CRABAPPLE ROAD ROSWELL, GA 30075	N/A	PUBLIC	SUPPORT BASEBALL	5,000.
THE PHILLIPS COLLECTION 1600 21ST STREET, NW WASHINGTON, DC 20009	N/A	PUBLIC	SUPPORT MUSEUM	10,000.
THE UNIVERSITY OF ALABAMA THE UNIVERSITY OF ALABAMA TUSCALOOSA, AL 35487	N/A	PUBLIC	EDUCATION	7,500.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
WHITNEY MUSEUM OF AMERICAN ART 945 MADISON AVENUE NEW YORK, NY 10021	N/A	PUBLIC	SUPPORT ARTS	$ 25,000.
			TOTAL	$ 1,265,588.

1151 . .

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

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

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

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

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only ► [ ]

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

Enter filer's identifying number, see instructions

Type or print

File by the due date for filing your return See instructions.

Name of exempt organization or other filer, see instructions.
JAY & DEANIE STEIN FOUNDATION TRUST

Employer identification number (EIN) or
[X] 31-1585141

Number, street, and room or suite number. If a P.O. box, see instructions.
1200 RIVERPLACE BLVD 10TH FLOOR

Social security number (SSN)
[ ]

City, town or post office, state, and ZIP code. For a foreign address, see instructions.
JACKSONVILLE, FL 32207

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 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. ► SHORSTEIN & SHORSTEIN, P.A.

  Telephone No. ► 904-739-1311 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 2/15, 20 13, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► [ ] calendar year 20____ or
► [X] tax year beginning 7/01, 20 11, and ending 6/30, 20 12.

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**	$ 17,681.
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**	$ 81,689.
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.