

See a Social Security Number? Say Something! Report Privacy Problems to https://public.resource.org/privacy Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form 990-PF

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

OMB No. 1545-0052

Department of the Treasury Internal Revenue Service Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements. JUN 30, 2012 For calendar year 2011 or tax year beginning JUL 1, 2011 , and ending A Employer identification number Name of foundation SHELDON K BEREN CHARITABLE TRUST 47-0862874 C/O ZEV BEREN Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number 303-295-7772 1888 SHERMAN ST, STE 600 City or town, state, and ZIP code C If exemption application is pending, check here DENVER, CO 80203 Initial return G Check all that apply: Initial return of a former public charity D 1. Foreign organizations, check here Final return Amended return Foreign organizations meeting the 85% test, check here and attach computation Address change Name change X Section 501(c)(3) exempt private foundation H Check type of organization: E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation under section 507(b)(1)(A), check here I Fair market value of all assets at end of year | J | Accounting method: | X | Cash □ Accrual F If the foundation is in a 60-month termination (from Part II, col. (c), line 16) Other (specify) under section 507(b)(1)(B), check here 8, 293, 659. (Part I, column (d) must be on cash basis ▶\$ Part I Analysis of Revenue and Expenses (d) Disbursements (a) Revenue and (b) Net investment (c) Adjusted net (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) for charitable purposes (cash basis only) expenses per books income ıncome N/A 1 Contributions, gifts, grants, etc., received 2 Check \ X if the foundation is not required to attach Sch B Interest on savings and temporary cash investments 344,390 344,390 STATEMENT 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) RECEIVED 25,615. 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 25,615. 25,615 7 Capital gain net income (from Part IV, line 2) JUN 0 8 2013 8 Net short-term capital gain က် 9 Income modifications 10a Gross sales less returns and allowances OGDEN. U b Less Cost of goods sold c Gross profit or (loss) 11 Other income 370,005. 370,005. 12 Total. Add lines 1 through 11 0. 0. 13 Compensation of officers, directors, trustees, etc. О. 14 Other employee salaries and wages 15 Pension plans, employee benefits 6,325. 6,325 STMT 16a Legal fees 610. 610. 3 0. STMT **b** Accounting fees 32,640. 32,640. STMT 0. c Other professional fees 17 Interest 4,100. O. STMT 5 4,100. 18 Taxes 19 Depreciation and depletion 20 Occupancy SCANNED MAY 05 21 Travel, conferences, and meetings 23 Other expenses
24 Total operating and administrative expenses. Add lines 13 through 22 43,675. 43,675. 349,381. 349,381 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. 393,056. 43,675 349,381. Add lines 24 and 25 27 Subtract line 26 from line 12: <23,051. & Excess of revenue over expenses and disbursements 326,330 b Net investment income (if negative, enter -0-)

C Adjusted net income (if negative, enter -0-)

N/A

SHELDON K BEREN CHARITABLE TRUST 47-0862874 Form 990-PF (2011) C/O ZEV BEREN Page 2 Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only Beginning of year End of year (a) Book Value (b) Book Value (c) Fair Market Value 1 Cash - non-interest-bearing 572,187. 272,187. 272,187. 2 Savings and temporary cash investments 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 c Investments - corporate bonds 11 Investments - land, buildings, and equipment basis Less accumulated depreciation 12 Investments - mortgage loans 13 Investments - other 14 Land, buildings, and equipment basis I Less accumulated depreciation STATEMENT 6 7,865,149. 8,142,098. 8,021,472. 15 Other assets (describe ▶ 16 Total assets (to be completed by all filers) 8,437,336. 8,414,285. 8,293,659. 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 0 0. 23 Total liabilities (add lines 17 through 22) Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. Net Assets or Fund Balances 24 Unrestricted 25 Temporarily restricted 26 Permanently restricted $\triangleright [X]$ Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. 2,445,537 2,445,537 27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, bldg., and equipment fund 5,991,799. 5,968,748 29 Retained earnings, accumulated income, endowment, or other funds 8,437,336. 8,414,285 30 Total net assets or fund balances

Part III Analysis of Changes in Net Assets or Fund Balances

31 Total liabilities and net assets/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]	8,437,336.
2 Enter amount from Part I, line 27a	2	<23,051.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	8,414,285.
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	8,414,285.
		Form 990-PF (2011)

8,437,336.

8,414,285

C/O ZEV BEREN

Capital Gains and Losses for Tax on Investment Income Part IV (b) How acquired (a) List and describe the kind(s) of property sold (e.g., real estate, (c) Date acquired (d) Date sold P - Purchase D - Donation (mo., day, yr.) (mó., day, yr.) 2-story brick warehouse; or common stock, 200 shs. MLC Co.) 12 CAPITAL GAINS DIVIDENDS b Ç đ е (g) Cost or other basis (h) Gain or (loss) (f) Depreciation allowed (e) Gross sales price (or allowable) plus expense of sale (e) plus (f) minus (g) 25,615 25,615 b C d e Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or (i) Adjusted basis (k) Excess of col. (i) Losses (from col. (h)) (i) F.M.V. as of 12/31/69 as of 12/31/69 over col. (j), if any 25,615. а b C d e If gain, also enter in Part I, line 7 25,615. 2 2 Capital gain net income or (net capital loss) If (loss), enter -0- in Part I, line 7 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). N/A If (loss), enter -0- in Part I, line 8 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. Yes X No Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part. Enter the appropriate amount in each column for each year, see instructions before making any entries. (d)
Distribution ratio
(col. (b) divided by col. (c)) Base period years Adjusted qualifying distributions Net value of noncharitable-use assets Calendar year (or tax year beginning in) 143,043 6,203,003 .023060 2010 44,694. .017073 2,617,826 2009 .089470 244,516. 2,732,927. 2008 121,667. 2,782,465 .043726 2007 2,556,013. 183,878. .071939 2006 .245268 2 Total of line 1, column (d) 2 3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years .049054 3 the foundation has been in existence if less than 5 years 8,266,133. 4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 4 405,487. Multiply line 4 by line 3 5 6 3,263. 6 Enter 1% of net investment income (1% of Part I, line 27b) 408,750. 7 Add lines 5 and 6 7 349,381. 8 Enter qualifying distributions from Part XII, line 4 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.

47-0862874

Page 3

SHELDON K BEREN CHARITABLE TRUST C/O ZEV BEREN

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), or 4948 - see Instructions)			862874		Page 4
Date for futing or determination letter: of Domestic foundations that meet this section 4940(e) requirements in Part V, chick here of Part I, Inn 27b a Nil other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, Inn 12, cot (b). 1 Tax under section 511 (domestic section 4947(e)(1) trusts and dazable foundations only. Others enter -0-) 3 Add lines 1 and 2 3 Add lines 1 and 2 3 Add lines 1 and 2 5 Societies 4, Control 1 (control 1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Condistry-grants: a 2011 estimated tax payments and 2010 everpayment credited to 2011 6 Exempt foreign organizations - tax withheld at source 1 Total credits and payments. Add line 68 through 8d 6 Except withheld dispersion of lime to line (Form 8868) 6 Exempt foreign organizations - tax withheld at source 1 Total credits and payments. Add line 68 through 8d 8 Enter any penalty for underpayment of estimated tax. Deck here I form 2220 is attached 9 Total credits and payments. Add line 68 through 8d 8 Enter any penalty for underpayment of estimated tax. Deck here I form 2220 is attached 9 Total credits and payments. Add line 68 through 8d 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 O	Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4	948 - s	see instru	ıctio	ns)
b Dompstic foundations that meet the section 4940(e) requirements in Part V, check here	1a Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1.				
of Part I, line 27b. All other domestic foundations enter 2% of line 27b. Exempl 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 4-) 3 Add lines 1 and 2 3 C. 5. 27. 3 S. 6. 5. 27. 3 S. 6. 5. 27. 5 Subatite A (momes) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter 4-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter 4- 5 C. redistry-gyments: a 2011 estimated tax payments and 2010 overpayment credited to 2011 6 Exempl foreign organizations: 1 tax withheld at source 6 Tax paid with application for extension of time to file (Form 8868) 6 Excup withholding erroneously withhele 7 State 1 To 1,000. 6 Status withholding erroneously withhele 8 Enter any penalty for underpayment of estimated tax. Check here: 1 Total credits and payments. Add lines 6s through 6d 8 Enter any penalty for underpayment of estimated tax. 1 Total credits and payments. Add lines 6s through 6d 8 Enter any penalty for underpayment of estimated tax. 1 Total credits and payments. Add lines 6s through 6d 8 Enter any penalty for underpayment of estimated tax. 1 Total credits year, and the foundation attempt to influence any national, state, or local legislation or did it participate or interview in any political campaign? 1 Total credits year, did the foundation attempt to influence any national, state, or local legislation or did it participate or interview in any political campaign? 2 During that size year, did the foundation attempt to influence any national, state, or local legislation or did it participate or interview in any political campaign? 3 During that size year, did the foundation attempt to influence any national, state, or local legislation or did it participate or interview in any political campaign in the political expenditures (see instructions) 1 Total the animal of the foundation of connection with the activities. 2 During that size ye	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)				
e Allother domestic foundations enter 2% of time 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-) 3 6, 527. 4 Substité A (mocine) bix (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment iteacine. Subtract line 4 from line 3, If zero or liss, enter -0- 5 CodistiPayments: 2 011 estimated tax payments and 2010 overpayment credited to 2011 6 Learning foreign organizations - Eax withheld at source 7 Tax paid with application for extension of time to file (Form 8868) 6 Learning foreign organizations - Eax withheld at source 6 Exchange withholding erroneously withheld 7 Total credits and payments. Add lines 6 at through 68 8 Enter any pentally for underspayment of estimated tax. Check here □ if Form 2220 is attached 9 Tax doe. If the total of lines 5 and 8 is more than line 7, enter amount over □ if Form 2220 is attached 9 Tax doe. If the total of lines 5 and 8 is more than line 7, enter amount over □ if Form 2220 is attached 9 Tax doe. If the total of lines 5 and 8 is more than line 7, enter amount over □ if Form 2220 is attached 9 Tax doe. If the total of lines 5 and 8 is more than line 7, enter amount over □ if Form 2220 is attached 9 Tax doe. If the total of lines 5 and 8 is more than line 7, enter amount over □ if Form 2220 is attached 10 Total credits and payments. Add lines 6 at through 64 11 Einter the amount of line 10 to bits. Credited to 2012 estimated tax ► 7, 509 Refunded ▶ 10 O 7, 509 Refunded ▶ 11 12 During the bax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 13 Learning the foundation and the activities 14 During the bax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 14 Learning the found	b Domestic foundations that meet the section 4940(e) requirements in Part V, check here and enter 1%	1		6,5	<u> 27.</u>
2 Tax under section \$11 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 3 Add lines 1 and 2 3 5, 365, 527. Subtile A (nicome) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. if zero or less, enter -0- 5 Credits/Payments. 2 2011 estimated tax payments and 2010 overpayment credited to 2011 6 A 4, 036. 5 Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) 6 Bettup withholding erroneously withheld 7 Total credits and payments. Add lines is attrough 68 8 Enter any penalty for underpayment of estimated tax. Check here	of Part I, line 27b				
3 ad 6,527. 4 Subtile A (mocroe) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others eater -0-) 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 6 Credist/Payments: 2 2011 estimated tax payments and 2010 overpayment credided to 2011 b Exempl foreign organizations - tax withheld at source - Taxa pad with application for extension of time to life (from 8868) d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6 although 6d 8 Enter any pentil by for underpayment of estimated tax. Check here ☐ if Form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount over 10 Overpayment. Il line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to be. Credited to 2012 estimated tax ► 7, 509 Refunded ► 11 0, 7,509. 12 During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or interviene in any political campaign? 11 Enter the amount of line 100 between the foundation attempt to influence any national, state, or local legislation or did it participate or interviene in any political campaign? 12 During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or interviene in any political campaign? 18 Like answer is "Yes" to 1 ₃ or 1 ₁ , attach a detailed description of the activities and copies of any materials published or distributed by the foundation on aconnection with the activities. 19 During the tax ending the state of	c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).	L			
4 Subtile A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter-0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter-0- 6 Cedits/Pymments: a 2011 estimated tax payments and 2010 overpayment credited to 2011 b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) 6 D D Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached 9 Tax due, if the total of lines 5 and 8 is more than faine 7, enter amount owed 10 Overpayment. If line? Is more than the total of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to loc Credited to 2012 estimated tax. 12 During the tax year, due for credited to 2012 estimated tax. 13 During the tax year, due for credited to 2012 estimated tax. 14 During the tax year, due for the form 1220 estimated tax. 15 During the tax year, due for credited to 2012 estimated tax. 16 During the tax year, due for credited to 2012 estimated tax. 17 J 509 Refunded ► 11 0 7, 509 Refunded Refunded Refunded Refunded Refunded Refunded Refunded R	2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2			
5 Tax based on investment income. Subtract line 4 from line 3. If zaro or less, enter-0- 6 CeditsPayments; 2 2011 estimated tax payments and 2010 overpayment credited to 2011 b Exempl foreign organizations - Eax withheld at source 1 Fax paid with application for extension of time to file (Form 8868) 6 Backup withholding erroneously withheld 7 Total credits and payments. Add lines 5 ait inrough 6 8 Enter any penalty for underpayment of estimated tax. Check here ☐ If Form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount owed 11 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 12 Numple the stayer, add the foundation attempt to inflience any national, state, or local legislation or did it participate or intervene in any pothecal campaign? 15 Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 18 If the answer is "les" to 1 ₁₀ Gor 1 ₁₀ , attach a detailed description of the activities. 19 Lift the amount (if any) of tax on political expenditures (section 4955) imposed during the year: 10 On the foundation. In Exam 113-001, for this year? 2 If the terminuments of the 11 and 11	3 Add lines 1 and 2	3		6,5	27.
6 CrediticPayments: a 2011 estimated tax payments and 2010 overpayment credited to 2011 b Exempt Irreign organizations - tax withhelid at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withhelid 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than time 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Enter trea mount of line 10 to be: Credited to 2012 estimated tax. 10 During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it aperticipate or intervers in any penalty or understand the foundation attempt to influence any national, state, or local legislation or did it aperticipate or intervers in the foundation and the foundation attempt to influence any national, state, or local legislation or did it participate or intervers in the state of the foundation and the foundation attempt to influence any national, state, or local legislation or did it aparticipate or intervers in the foundation and the foundation intervers in the foundation interversion of the activities. 1 Has the foundation interversion of the foundation interversion interversio	4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	<u> </u>		0.
a 2011 estimated tax payments and 2010 overpayment credited to 2011 b Exempl foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 7 Total credits and payments. Add these Sa through 6d 6 Enter any penalty for underpayment of estimated tax. Check here of the form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount ower 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount ower 11 Enter the amount of line 10 to be: Credited to 2012 estimated tax 12 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? 15 Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 16 If the answer is "Yes" to 1 ₁₀ or 1 ₀ , statich a detailed description of the activities. 17 On the foundation in the Form 1120-POL for this year? 28 If the foundation in the Form 1120-POL for this year? 39 If the foundation in the Form 1120-POL for this year? 40 Enter the amount of lany) of tax on political expenditures (section 4955) imposed during the year: 41 On the foundation in the Form 1120-POL for this year? 42 If the foundation engaged in any activities that have not previously been reported to the IRS? 43 Has the foundation attempt or the activities. 44 Did the foundation have a list as societion of the activities. 45 Hir "Yes," attach a detailed description of the activities. 46 If "Yes," attach a detailed description of the activities. 47 If "Yes," attach a detailed description of the activities. 48 If "Yes," attach a detailed description of the activities. 59 If "Yes," attach a detailed description of the activities. 60 If "Yes," attach a detailed description of the activities. 61 If "Yes," attach a detailed description of the activities. 62 If "Yes," attach a detailed description of	5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		6,5	27.
a 2011 estimated tax payments and 2010 overpayment credited to 2011 b Exempl foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 7 Total credits and payments. Add these Sa through 6d 6 Enter any penalty for underpayment of estimated tax. Check here of the form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount ower 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount ower 11 Enter the amount of line 10 to be: Credited to 2012 estimated tax 12 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? 15 Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 16 If the answer is "Yes" to 1 ₁₀ or 1 ₀ , statich a detailed description of the activities. 17 On the foundation in the Form 1120-POL for this year? 28 If the foundation in the Form 1120-POL for this year? 39 If the foundation in the Form 1120-POL for this year? 40 Enter the amount of lany) of tax on political expenditures (section 4955) imposed during the year: 41 On the foundation in the Form 1120-POL for this year? 42 If the foundation engaged in any activities that have not previously been reported to the IRS? 43 Has the foundation attempt or the activities. 44 Did the foundation have a list as societion of the activities. 45 Hir "Yes," attach a detailed description of the activities. 46 If "Yes," attach a detailed description of the activities. 47 If "Yes," attach a detailed description of the activities. 48 If "Yes," attach a detailed description of the activities. 59 If "Yes," attach a detailed description of the activities. 60 If "Yes," attach a detailed description of the activities. 61 If "Yes," attach a detailed description of the activities. 62 If "Yes," attach a detailed description of	6 Credits/Payments:		_		
b Exempt foreign organizations - tax withheld at source c 1 as paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6 at through 6d 8 Enter any pensity for underpayment of estimated tax. Check here ☐ if Form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than line total of lines 5 and 8, enter the amount overpaid 10 Overpayment. If line 7 is more than line total of lines 5 and 8, enter the amount overpaid 11 Total Enter the amount of line 10 to be: Credited to 2012 estimated tax. Part VII-A Statements Regarding Activities 1a During the tax year, did the foundation attempt to millivence any national, state, or local legislation or did it participate or intervene in any political campaign? b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities. c Did the foundation in € Form 1120-POL for this year? (1) On the foundation ► \$ 0 - (2) On foundation managers. ► \$ 0 - (2) Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation made any changes, not previously reported to the IRS? If "Yes," attach a detaided description of the activities. 1a but the foundation have unrelated business gross income of \$1000 or more during the year? If "Yes," attach the statement required by General Instruction 1. A but the condation have a melated business gross income of \$1000 or more during the year? If "Yes," attach the statement required by General Instruction 1. By language in the governing instrument, or "Section 508(e) (relating to sections 4941 through 4945) satisfied either: By language in the governing instrum					
c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withhold 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, onter the amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, onter the amount overpaid 11 Enter the amount of line 10 to be: Oredited to 2012 estimated tax 7 7, 509. Retunded ▶ 10 7, 509. 12 Enter the amount of line 10 to be: Oredited to 2012 estimated tax PERT VII-A Statements Regarding Activities 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? 1b Old it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 1the answer is "Yes" to ** fao ** fa, tach a detailed description of the activities. 1c Did the foundation. ▶ \$ 0 (2) On foundation managers. ▶ \$ 0 2 Enter the amount (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0 2 Has the foundation. ▶ \$ 0 (2) On foundation managers. ▶ \$ 0 2 Has the foundation and any activities that have not previously been reported to the IRS? 1the Yes, "attach a detailed description of the activities. 3 A X 40 Did the Durindation have a line activities. 4 Did the foundation have a least sess sociation, termination, dissolution, or substantial contraction during the year? 1the Yes, "attach as a detailed business gross smoome of \$1,000 or more during the year? 1the Yes, "attach as a factable dusiness gross smoome of \$1,000 or more during the year? 1the Yes, "attach has statement required by General Instruction 7. 6 Are the requirements of section 508(e) (relating to sect		i			
d Backup withholding erroneously withhold 7 Total credits and payments. Add lines 6s at through 6d 8 Enter any penalty for undergayment of estimated tax. Check here ☐ if Form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 9 Total fill in 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ▶ 7, 509 . Refunded ▶ 11 0. 7,509. Part VII-A Statements Regarding Activities 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? 1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 1b If the answer is "Ves" to 1g or 1g, attach a detailed description of the activities. 1c Did the foundation file Form 1120-PDL for this year? 1c) On the foundation file Form 1120-PDL for this year? 1c) On the foundation file Form 1120-PDL for this year? 1c) On the foundation S O . (2) On foundation managers. ▶ \$ O . 2 Has the foundation made any changes, not previously been reported to the IRS? 2 X Y Y'es," statch a detailed description of the activities. 2 Is the foundation have unrelated business gross income of \$1,000 or more during the year? 2 Y Y Y Y Y Y Y Y Y Y Y Y Y Y Y Y Y Y Y					
7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached 9 Tax due. If the total of lines 5 and 6 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount owerpaid 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount owerpaid 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount owerpaid 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount owerpaid 11 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount owerpaid 12 Enter the amount of line 10 to be: Credited to 2012 estimated tax ▶ 10 Unit spend more than \$100 during the year (either directly or indirectly) for political guipposes (see instructions for definition)? 12 If the answer is "Yes" to 1g or 1g, lattach a detailed description of the activities and copies of any materials published or distributed by the foundation on connection with the activities. 13 In the answer is "Yes" to 1g or 1g, lattach a detailed description of the activities. 14 In the answer is "Yes" to 1g or 1g, lattach a detailed description of the activities. 15 In "Yes," attach a detailed description of the activities. 16 In "Yes," attach a detailed description of the activities. 17 In "Yes," attach a detailed description of the activities. 18 It "Yes," has it flied a lax return on Form 990-T for this year? 19 If "Yes," has it flied a lax return on Form 990-T for this year? 10 If the foundation have unrelated business gross income of \$1,000 or more during the year? 11 If yes, "attach the statement required by General Instruction 7. 19 Are the requirements of section 508(c) (relating to sections 4941 through 4945) satisfied either: 10 Yes, "complete Part II, col (c), and Part XV. 10 In the toundation have at least \$\$5,000 in assets	· · · · · · · · · · · · · · · · · · ·	ĺ			•
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached ☐ 1 Ave. If the total of lines 5 and 8 is more than line 7, enter amount owed ☐ 1 Overpayment. If the 7 is more than the total of lines 5 and 8, enter the amount overpaid ☐ 7, 509 ■ 10 7,509 ■ 10 7,509 ■ 11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ▶ 7,509 ■ Refunded ▶ 11 ○ 0. Part VIII—A Statements Regarding Activities ☐ 1 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? ☐ 1 Enter the amount of the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? ☐ 1 Enter the activities ☐ 1 Enter the amount of the foundation are part for a form of the activities and copies of any materials published or distributed by the foundation in connection with the activities. ☐ 1 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ ○ . (2) On foundation managers. ▶ \$ ○ . ○ . (2) On foundation managers. ▶ \$ ○ . ○ . (3) In foundation managers. ▶ \$ ○ . ○ . ○ . (4) In the foundation. ▶ \$ ○ . ○ . (4) In the foundation managers. ▶ \$ ○ . ○ . ○ . ○ . ○ . ○ . ○ . ○ . ○ . ○		7	1	4,0	36.
Tax due. If the total of lines 5 and 8 is more than line 7, enter amount overal Tenter the amount of line 10 to be: Credited to 2012 estimated tax To, 509 Refunded To	· ·				
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ▶ 7,509 • Refunded ▶ 11 0. Part VII-A Statements Regarding Activities 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? 10 Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 11 If the answer is "Yes" to 1 ₁₈ or 1 ₁₈					
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ▶ 7,509	,			7.5	09.
Part VII-A Statements Regarding Activities	e maa l			.,-	
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? 1b Did it spend more than \$100 during the year (either directly) or indirectly) for political purposes (see instructions for definition)? 1b 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. 1c Did the foundation file Form 1120-PDL for this year? 1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: 1) On the foundation. ► \$ 10 . 2 Has the foundation. ► \$ 10 . 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 1i "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 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 1i "Yes," attach a laquation, termination, dissolution, or substantial contraction during the year? 1if "Yes," attach the statement required by General Instruction T. 4a Attach the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: 4b yi anguage in the governing instrument, or 4c Yes, "complete Part II, col (c), and Part XV. 8a Enter the states to which the foundation reports or with which it is registered (see instructions) 1c CO 1if 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 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(I)(3) or 4942(I)(5) for calendar year 2011 or the					
any political campaign? b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to Ta or Tb, 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? 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. 3 Has the foundation made any changes, not previously reported to the IRS? If "Yes," attach a detailed description of the activities. 3 Has the foundation have unrelated business gross income of \$1,000 or more during the year? If "Yes," attach the statement required by General Instruction 7. 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, 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, or By language in the governing instrument, or By 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 10 Did any persons become substantial contributors during the kay year? "**re	<u></u>	ın		Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 10 of 16, 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? d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \(\bar{\chi} \simple \) \(\bar{\chi} \) \(\chi \)			18		
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? 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. 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 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? If "Yes," has it filed a tax return on Form 990-T for this year? N/A 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction 7. Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: By language in the governing instrument? 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. Ba Enter the states to which 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 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 Instructions G? If "No," attach explanation If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney					
distributed by the foundation in connection with the activities. c Did the foundation file Form 1120-POL for this year? d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \(\base \) \(\sigma \) \(\cdot \) \(\cdo \) \(\c		d or	<u> </u>		 -
c Did the foundation file Form 1120-POL for this year? d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ O . (2) On foundation managers. ▶ \$ O . e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ O . 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. 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 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year? 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 state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? 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. 8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CO 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 9 Is the foundation claiming status as a private operating foundation within the maning of section 4942(i)(3) or 4942(i)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV 9 If Did any persons become substantial contributors during the taxeer? If "Yes," attach ex		u 0,			İ
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$	•		10		- X -
(1) On the foundation. ▶ \$	·				
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$\Bigstyre{\Bigstyr			ļ		l
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. 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 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-Tor this year? 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? 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. 8a Enter the states to which the foundation reports or with which it is registered (see instructions) CO 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 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 X X X X X X X X X X X X					
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. 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 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 5 If "Yes," has it filed a tax return on Form 990-T for this year? 6 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 7 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: 8 By language in the governing instrument, or 8 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? 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. 8a Enter the states to which the foundation reports or with which it is registered (see instructions) CO 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 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? in "Yes," attach a schedule issuing their names and addresses					1
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 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? b if Yes," has it filed a tax return on Form 990-T for this year? for Yes," has it filed a tax return on Form 990-T for this year? 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? 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. 8a Enter the states to which the foundation reports or with which it is registered (see instructions) CO 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 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(i)(3) or 4942(i)(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? H "Yes," attach a schedule listing their names and addresses			- 5		X
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 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year? N/A Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T. 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? 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. Ba Enter the states to which the foundation reports or with which it is registered (see instructions) CO 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 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(i)(3) or 4942(i)(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? #"Yes," attach a schedule issuing their names and addresses			<u>-</u>		
bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year? N/A 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 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? 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. 8a Enter the states to which the foundation reports or with which it is registered (see instructions) CO 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 9 is the foundation claiming status as a private operating foundation within the meaning of section 4942(i)(3) or 4942(i)(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? H"Yes," attach a schedule listing their names and addresses	, , , , , , , , , , , , , , , , , , ,	,			ĺ
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year? Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T. 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? 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. Ba Enter the states to which the foundation reports or with which it is registered (see instructions) CO 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 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		'			Īχ
b If "Yes," has it filed a tax return on Form 990-T for this year? Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T. 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? 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. Ba Enter the states to which the foundation reports or with which it is registered (see instructions) CO 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 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(i)(3) or 4942(i)(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					
Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T. 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? 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. Ba Enter the states to which the foundation reports or with which it is registered (see instructions) CO 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 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 Did any persons become substantial contributors during the tax year? ""Yes," attach a schedule listing their names and addresses S X		N/			
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? 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. 8a Enter the states to which the foundation reports or with which it is registered (see instructions) CO 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 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? # "Yes," attach a schedule listing their names and addresses	·	, -			X
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? 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. 8a Enter the states to which the foundation reports or with which it is registered (see instructions) CO 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 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			-		 -
 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? 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. Ba Enter the states to which the foundation reports or with which it is registered (see instructions) CO 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 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 Did any persons become substantial contributors during the tax year? # "Yes," attach a schedule listing their names and addresses X 	·]		l.
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? 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. Ba Enter the states to which the foundation reports or with which it is registered (see instructions) CO 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 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 Did any persons become substantial contributors during the tax year? #"Yes," attach a schedule listing their names and addresses 10					
remain in the governing instrument? 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. 8a Enter the states to which the foundation reports or with which it is registered (see instructions) CO 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 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 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10 X		law			1
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. 8a Enter the states to which the foundation reports or with which it is registered (see instructions) CO 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 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 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10 X				X.	· -
If "Yes," complete Part II, col (c), and Part XV. 8a Enter the states to which the foundation reports or with which it is registered (see instructions) CO 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 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	·	•			
8a Enter the states to which the foundation reports or with which it is registered (see instructions) CO 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 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 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10 X	• • • •			<u> </u>	
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 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 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10 X					
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 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 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10 X					1
of each state as required by General Instruction G? If "No," attach explanation 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 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10 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 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10 X				_ y	
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		ndar	- 00		\vdash
10 Did any persons become substantial contributors during the tax year? H "Yes," attach a schedule listing their names and addresses 10 X		IU4í			Y
Te bid diry bolosine deserting out a sector during the angle of the sector during the sector du					
	Did any persons become substantial continuotors during the tax year? If "Yes," attach a schedule listing their names and addresses			.PF	

SHELDON K BEREN CHARITABLE TRUST

	1990-PF (2011) C/O ZEV BEREN 47-08	<u>62874</u>	·	Page !
Pa	art VII-A Statements Regarding Activities (continued)			
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			
	section 512(b)(13)? If "Yes," attach schedule (see instructions)	11_		X_
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?]	
	If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ► N/A			
14	The books are in care of ► THE FOUNDATION Telephone no. ► 303-	295- 7	772	
	Located at ▶ 1888 SHERMAN ST, STE 600, DENVER, CO ZIP+4 ▶	80203	-	
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	N	I/A	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank,		Yes	No
	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			
Pa	art VII-B Statements Regarding Activities for Which Form 4720 May Be Required			l
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
18	a 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?	,]]
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?	.		
	(6) Agree to pay money or property to a government official? (Exception. Check "No"	ŀ		
	if the foundation agreed to make a grant to or to employ the official for a period after	J]
	termination of government service, if terminating within 90 days.)	.		
,	o If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations			ļ
	/ ·	1b		
	· 	յ	 	-
	Organizations relying on a current notice regarding disaster assistance check here	J		
(Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected			$\hat{\mathbf{x}}$
	before the first day of the tax year beginning in 2011?	1c	-	<u> </u>
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)):			
á	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?			
	If "Yes," list the years , , , , , , , , , , , , , , , , , , ,			
t	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect	ļ		
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach	- <u>-</u> -		
	statement - see instructions.) N/A	2b	لـــــا	<u> </u>
(the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.]		
	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			ł
38	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
	during the year?	į		
ı	olf "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		
48	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		Х
t	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

(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, othe allowances
NONE				
		 		
Total number of other employees paid over \$50,000		·		(

SHELDON K BEREN CHARITABLE TRUST

Form 990-PF (2011) C/O ZEV BEREN		U8628/4 Pa	age 7
Part VIII Information About Officers, Directors, Trustees, Foundard Paid Employees, and Contractors (continued)	dation Managers, Highly		
3 Five highest-paid independent contractors for professional services. If none, et			
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compens	ation
NONE	(b) Type of service	(c) compens	auon
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 st	atistical information such as the	_	
number of organizations and other beneficiaries served, conferences convened, research papers	produced, etc.	Expenses	
1 N/A			
		[
-			
3		I	
		I	
4		l	
		<u> </u>	
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	
1N/A	·		
		I	
2			
		}	
All other program-related investments. See instructions.			
3			
		ı	

0.

Total. Add lines 1 through 3

C/O ZEV BEREN

P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign for	oundations,	see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	$\overline{\Box}$	
	Average monthly fair market value of securities	1a	8,011,155.
b	Average of monthly cash balances	1b	8,011,155. 380,858.
C	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	8,392,013.
	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)	.	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	8,392,013.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	125,880.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,266,133.
6	Minimum investment return. Enter 5% of line 5	6	413,307.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations foreign organizations check here and do not complete this part.)	and certain	
1	Minimum investment return from Part X, line 6	1	413,307.
2a	Tax on investment income for 2011 from Part VI, line 5 28 6,527		
	Add lines 2a and 2b	2c	6,527.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	406,780.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	406,780.
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	406,780.
P	art 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	349,381.
b	Program-related investments - total from Part IX-B	16	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	349,381.
5			
	income. Enter 1% of Part I, line 27b	5 _	O.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	349,381.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundatio	n qualifies for	the section

C/O ZEV BEREN

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,				106 790
line 7		····		406,780.
2 Undistributed Income, if any, as of the end of 2011			200 122	
a Enter amount for 2010 only			200,133.	
b Total for prior years:		0		
,,,		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
dFrom 2009				
eFrom 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from				
Part XII, line 4: ►\$ 349,381.				
a Applied to 2010, but not more than line 2a			200,133.	
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.			110 010
d Applied to 2011 distributable amount				149,248.
e Remaining amount distributed out of corpus	0.	· · · · · · · · · · · · · · · · · · ·		
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:				
2 Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract				
line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable				
amount - see instructions		0.		
e Undistributed income for 2010. Subtract line				
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2012				257,532.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006				
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012.			· · · · · · · · · · · · · · · · · · ·	
Subtract lines 7 and 8 from line 6a	0.			
O Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				,
c Excess from 2009				
d Excess from 2010				
e Excess from 2011			,	
	<u> </u>			Form 990-PF (2011)

SHELDON K BEREN CHARITABLE TRUST

Form 990-PF (2011) C/O ZEV BEREN 47-0862874 Page 10 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 4942(j)(3) or 4942(1)(5) b Check box to indicate whether the foundation is a private operating foundation described in section Prior 3 years 2 a Enter the lesser of the adjusted net Tax year (a) 2011 (b) 2010 (c) 2009 (d) 2008 (e) Total 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 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 Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets Part XV at any time during the year-see instructions.) 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 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: Check here \(\sum X \) if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d. a The name, address, and telephone number of the person to whom applications should be addressed: 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:

47-0862874

Form 990-PF (2011)

C/O ZEV BEREN

Part XV Supplementary Information (continued) Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to Amount any foundation manager or substantial contributor status of contribution Name and address (home or business) recipient a Paid during the year AGUDATH ISRAEL OF AMERICA NONE CHARITABLE 10,432. NEW YORK, NY AMERICAN FRIENDS OF YESHIVA OF NONE EDUCATIONAL KODSHIM NEW YORK, NY 26,000. BETH JACOB HIGH SCHOOL NONE EDUCATIONAL DENVER, CO 57,374. CHARITABLE BETH MEDROSH GOVOHA NONE LAKEWOOD, NJ 26,079. BOYS TOWN JERUSALEM FOUNDATION OF NONE CHARITABLE AMERICA 10,432. NEW YORK NY SEE CONTINUATION SHEET(S) 349,381. **▶** 3a b Approved for future payment NONE **▶** 3b Total

Form 990-PF (2011)

C/O ZEV BEREN

1 Program service revenue:		usiness income		by section 512, 513, or 514	(e)
1 Program service revenue:	(a) Business	(b)	(C) Exclu- sion	(d)	Related or exempt
	code	Amount	code	Amount	function income
a	_				
b	-				
C		·····			
d	-				
e	-		+		
	-				
g Fees and contracts from government agencies			+-+		
2 Membership dues and assessments 3 Interest on savings and temporary cash			+		
investments				j	
4 Dividends and interest from securities			14	344,390.	
5 Net rental income or (loss) from real estate:			+	344,330.	
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			14	25,615.	
Net income or (loss) from special events	-		+		
10 Gross profit or (loss) from sales of inventory	-		+		
11 Other revenue:			 		
•				ļ	
b	*	 			
С	-				
d	-				
e			1		
12 Subtotal. Add columns (b), (d), and (e)		0		370,005.	0
13 Total. Add line 12, columns (b), (d), and (e)				13	370,005
(See worksheet in line 13 instructions to verify calculations.)					
Part XVI-B Relationship of Activities	to the Accom	plishment of E	xempt (Purposes	
~		<u> </u>		_ -	
	come is reported in c		A contribute	ed importantly to the accomp	Johnsont of
Line No. Explain below how each activity for which inc					msmient of
Explain below how each activity for which inc the foundation's exempt purposes (other that		for such purposes).			misninent of
A) As a debuggle a super company of the subbands		for such purposes).			IIISIIIISIII OI
t) to add to the control of the cont		for such purposes).			IISHINEHL OI
1)		for such purposes).			IISHINEHL UI
1)		for such purposes).			IISHINEHL OI
1)		for such purposes).			IISHINEHL OI
1)		for such purposes).			IIISIIIIREILE OI
t) to add to the control of the cont		for such purposes).			IIISIIIIREILE OI
t) to add to the control of the cont		for such purposes).			IIISIIIIREILE OI
1)		for such purposes).			IISHINETI UI
1)		for such purposes).			IISHINETI UI
1)		for such purposes).			IIISIIIREIL OI
1)		for such purposes).			IIISHINETIL UI
1)		for such purposes).			IIISHINETIL UI
1)		for such purposes).			IIISIIIIREILE OI
1)		for such purposes).			
t) to add to the control of the cont		for such purposes).			
t) to add to the control of the cont		for such purposes).			
A) As a debuggle a super company of the subbands		for such purposes).			

SHELDON K BEREN CHARITABLE TRUST C/O ZEV BEREN

		SUPPI	DOM 1	r berei	(CUMKIIMDDE	IKOSI			
Forn	n 990-PF (2011)	C/O 2	ZEV 1	BEREN			47-0862	874 P	Page 13
Pa		nation R pt Orgai			fers To and Trans	actions and Relationshi	ps With Nonchari	table	
1	Did the organization di	rectly or ınd	directly en	ngage in any of	the following with any oth	er organization described in section	501(c) of	Yes	No
	the Code (other than s	ection 501(d	c)(3) orga	anızatıons) or ı	n section 527, relating to p	olitical organizations?			T

1	Did the or	rgamzation directly or indir	rectly engage in any	of the followin	g with a	any other organization	on i	described in section	on 501(c) of			Yes	No
	the Code	(other than section 501(c))(3) organizations) o	or in section 52	27, relat	ing to political organ	nıza	itions?					
a	Transfers	from the reporting founda	ation to a noncharita	ible exempt or	ganızatı	on of:							
	(1) Cash									Ŀ	la(1)		X
	(2) Other	r assets								<u>[1</u>	a(2)		<u>X</u>
b	Other tran	sactions:											
	(1) Sales	s of assets to a noncharital	ble exempt organıza	tion						L	b(1)		
	(2) Purci	hases of assets from a nor	ncharitable exempt o	organization						<u></u>	b(2)		
	(3) Renta	al of facilities, equipment, o	or other assets								b(3)		
	(4) Reim	bursement arrangements									b(4)		
	(5) Loan	s or loan guarantees								<u></u>	b(5)		
	(6) Perfo	ormance of services or me	mbership or fundrai	sing solicitatio	ns					<u></u>	b(6)		
C	Sharing o	f facilities, equipment, mai	iling lists, other asse	ets, or paid em	ployees	;				L	1c		<u> </u>
đ	If the ansv	wer to any of the above is '	"Yes," complete the	following sche	dule. C	olumn (b) should alv	lway	ys show the fair m	arket value of th	e goods, othe	er ass	ets,	
					ed less	than fair market valu	ue I	n any transaction	or sharing arran	gement, show	V IN		
a)L	ine no	(b) Amount involved	(c) Name of		exemp	t organization	_	(d) Description	of transfers, transa-	ctions, and shar	ing arr	angeme	nts
				N/A			_						
							_						_
							4						
							_						
							4						
							4						
							4		<u>-</u>				_
							4						
							-						
							4						-
							\dashv						_
_							\dashv		 -				
							\dashv						
							4			 			
							\dashv						
-	la tha fau	-dation directly or indirect	the office to describe one	rolated to ano		a tay ayamat araan		ione desembed	 -				
24		=	-				izati	ions described			Vac	T	l Ma
h		• • • • • • • • • • • • • • • • • • • •	, ,)(3)) UI III SECI	1011 327	•					103		1 140
	11 103, 00				(b) T	ne of organization	Т		c) Description of	relationship			
					(-, -,		\dagger	···-					
	·						十						
							T					-	
							T						
						 	T				-		
											IRS 6	iscuss t	nis
Sig	gn and be	•	nplete Declaration of pr	eparer (other than	n taxpay	er) is based on all inform	matic	on of which preparer	has any knowledge	return v	ith the	prepare	ar
		a n	L,Tru	rtee	- 1	5-7-13		TRUSTE	E			` _	No
	the Code (other than section 50 t(c)(3) organizations) or in section 527, relating to political organizations? 1 Transfers from the reporting boundation to a noncharitable exempt organization of: 1 Cash 2 (2) Other assets 1 (3) Sites of assets to an ancharitable exempt organization (1) Sales of assets to an anoncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Permutament arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundrasing solicitations (6) Performance of services or membership or fundrasing solicitations (7) Sales of assets to an anoncharitable exempt organization (8) Loans or loan guarantees (9) Amount imported (9) Name of oncharitable exempt organization or services guery by the reporting foundation. He following schedule. Column (9) should always show the fair market value in any transaction or sharing arrangement, show in column (9) the value of the goods, other assets, or services received. 10) Lines no (9) Amount imported (9) Name of oncharitable exempt organization (9) Description of transfers, transactions, and charing errangements. 10) Lines no (1) Amount imported (1) Name of organization (1) Transaction of transfers, transactions, and charing errangements. 10) Lines no (1) Amount imported (1) Name of organization (1) Transaction of transfers, transactions, and charing errangements. 10) Lines no (1) Name of organization (1) Transaction of transfers, transactions, and charing errangements. 10) Lines no (1) Name of organization (1) Transaction of transfers, transactions, and charing errangements. 10) Lines no (1) Name of organization (1) Transaction of transfers, transactions, and charing errangements. 10) Lines no (1) Name of organization (1) Transaction of transfers, transactions, and charing errangements. 10) Lines no (1) Name of organization of transaction of transfers, transactions, and charing errangements. 11) Lines no transac												
		Print/Type preparer's na	me	Preparer's si	gnature		D	ate	Checkif	PTIN			-
the Code (other than section 501c(x3) organizations) or in section 527, relating to political organizations? 1 Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets (3) States of assets from a noncharitable exempt organization (3) Purchasse of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Remulsionsement arrangements (5) Loans or loan guarantiese (6) Performance of sevices or membership or fundrassing selectations (7) Starring of facilities, equipment, making lists, other assets, or paid employees (8) It is answer to any of the above s "Yes," complete the following schedulic. Column (8) should always show the fair market value of the goods, other assets, or services severed. (9) Amount involved (10) Amount involved (10) Name of noncharitable exempt organization (10) Amount involved													
the Code (other than section 501(s)3 organizations) or in section 527, relating to political organizations? 1 Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets (3) Sales of assets to in an oncharitable exempt organization (1) Sales of assets to in an oncharitable exempt organization (2) Purchase of assets from a noncharitable exempt organization (3) Renthursement arrangements (4) Remiturement arrangements (5) Leans or loan qualanties (6) Performance of services or membership or fundrasing solicitations (6) Performance of services or membership or fundrasing solicitations (6) Performance of services organization fundrasing solicitations (6) Performance of services organization fundrasing solicitations (6) Performance of services organization fundrasing solicitations (6) It is answer to any of the above s "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services received. 2a Is the foundation directly or indirectly affidiated with, or related to, one or more tax-exempt organization or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. 2a Is the foundation directly or indirectly affidiated with, or related to, one or more tax-exempt organization or sharing arrangement, show in section 501(c)(3) of the Code (other than section 501(c)(3)) or in section 527? 2b If Yes," complete the following schedule. 2a Is the foundation directly or indirectly affidiated with, or related to, one or more tax-exempt organizations described in section 501(c)(3)) or in section 527? 3c In the following schedule organization (a) Amount involved (b) Amount involved (c) Name of noncharitable exempt organization (c) Bescription of relationship N/A 1 b If Yes," complete the following schedule. 2 b If Yes, are the following schedule. 2 b If Yes, are the following schedule. 2 c In the following schedule. 2 c In the following schedule organization (c)								_					
Pr	eparer	Firm's name ► MIC	HELE F. S	ORENSE	N P	C			Firm's EIN	20-232	08	88	
Us	e Only												
		1			, S	UITE 660							
		DE	NVER, CO	80246					Phone no.	<u> 303-33</u>	3-	100	1

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, show any relationship to any foundation manager or substantial contributor Recipient Purpose of grant or contribution Foundation status of recipient **Amount** Name and address (home or business) CHARITABLE CONGREGATION ZERA ABRAHAM NONE 15,647. DENVER, CO NONE CHARITABLE DEGEL YERUSHALAYIM NEW YORK, NY 26,079. HILLEL ACADEMY NONE EDUCATIONAL DENVER, CO 65,198. NER ISRAEL RABBINICAL COLLEGE NONE EDUCATIONAL BALTIMORE, MD 26,079. SHEFTAL & MIRIAM FOUNDATION NONE CHARITABLE DENVER CO 26,079. YESHIVA TORAS CHAIM NONE EDUCATIONAL 59,982. DENVER, CO 219,064. Total from continuation sheets

FORM 990-PF DIVIDENT	S AND	INTER	EST	FROM	SECUE	RITIES	STATEMENT	1
SOURCE		GROSS	AMC	TNU		ITAL GAINS IVIDENDS	COLUMN (A	A)
US BANK	•		370,	005.		25,615.	344,	390.
TOTAL TO FM 990-PF, PART I, I	.n 4		370,	005.		25,615.	344,3	390.
FORM 990-PF		LEGAL	FEE	S			STATEMENT	2
DESCRIPTION	EXPE	A) NSES BOOKS		(B) 'INVE	EST- COME	(C) ADJUSTED NET INCOM		
LEGAL		6,325.		6 ,	325.			0.
TO FM 990-PF, PG 1, LN 16A =		6,325.		6,	325.			0.
FORM 990-PF	AC	COUNTI	NG F	EES			STATEMENT	3
DESCRIPTION	EXPE	A) NSES BOOKS		(B) 'INVE		(C) ADJUSTED NET INCOM		
ACCOUNTING		610.			610.		***************************************	0.
TO FORM 990-PF, PG 1, LN 16B		610.			610.			0.
FORM 990-PF C	THER	PROFES	SION	AL FE	EES		STATEMENT	4
DESCRIPTION	EXPE	A) NSES BOOKS	NET MEN	(B) INVE		(C) ADJUSTED NET INCOM		
CUSTODIAL FEES INVESTMENT MANAGEMENT FEES		7,869. 4,771.			869.			0.
TO FORM 990-PF, PG 1, LN 16C	3	2,640.		32,	640.			0.
=				-				

FORM 990-PF		TAX	ES		STATEMENT				
DESCRIPTION		(A) ENSES BOOKS	(B) NET INVE MENT INC		(C) ADJUSTEI NET INCOM				
FEDERAL INCOME TAX		4,100. 4,100.		4,100.			0.		
TO FORM 990-PF, PG 1, LN 18		4,100.	4,	100.			0.		
FORM 990-PF		OTHER 2	ASSETS			STATEMENT	6		
DESCRIPTION			NING OF K VALUE		OF YEAR OK VALUE	FAIR MARKI VALUE	ΞT		
DODGE & COX BALANCED FUND VANGUARD MANAGED PAYOUT DISCO	OVERY		775,149.		749,998.	769,			
VANGUARD MANAGED PAYOUT GROWTH AND DISCOVERY PIMCO GLOBAL MULTI ASSET		1,	900,000.	1	L,978,632. 3,390,000.	2,017,098			
TO FORM 990-PF, PART II, LIN	E 15	7,8	865,149.		3,142,098.	8,021,4	472.		

Form 886	68 (Rev. 1-2012)					Page 2	
● If you	are filing for an Additional (Not Automatic) 3-Month Ex	tension,	complete only Part II and check this	s box		\triangleright [X]	
Note. On	ly complete Part II if you have already been granted an	automatic	3-month extension on a previously f	iled Form	8868.		
If you.	are filing for an Automatic 3-Month Extension, comple	te only Pa	art I (on page 1).				
Part II	Additional (Not Automatic) 3-Month E	xtensio	n of Time. Only file the origin	al (no c	opies ne	eded).	
			Enter filer's	identifyii	ng numbei	, see instructions	
Type or	pe or Name of exempt organization or other filer, see instructions				nployer identification number (EIN) or		
print	SHELDON K BEREN CHARITABLE TRUST						
File by the	he C/O ZEV BEREN			X	X 47-0862874		
due date for filing your return See	Number, street, and room or suite no. II a 7.0 box, see instructions.			Social se	ocial security number (SSN)		
instructions							
Enter the	Return code for the return that this application is for (file	e a senara	ite application for each return)			0 4	
		Return	<u> </u>				
Application			Application			Return	
Is For		Code	ls For			Code	
Form 990		01	F 4044 A			08	
Form 990-BL		02_	Form 1041-A				
Form 990-EZ		01	Form 4720			10	
Form 990-PF		04	Form 5227				
Form 990-T (sec. 401(a) or 408(a) trust)		05	Form 6069			11	
)-T (trust other than above) o not complete Part II if you were not already granted	06	Form 8870			12	
Teleph If the o If this box 4	ne tax year entered in line 5 is for less than 12 months, c Change in accounting period ite in detail why you need the extension	s in the Ur Group Exe and atta MAY JUL 1 theck reas	FAX No. Inted States, check this box emption Number (GEN) In the list with the names and EINs of 15, 2013, and ending the state of the	f this is fo all memb	r the whole ers the ext 30, return	2012 .	
						14,036.	
	nrefundable credits. See instructions.		und und oble and date and anti-	8a	\$	14,020.	
	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid						
	previously with Form 8868.			8b	\$	14,036.	
	Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using						
	IPS (Electronic Federal Tax Payment System). See instr	-		8c	\$	0.	
			st be completed for Part II o				
Under pen	alties of perjury, I declare that I have examined this form, includ orrect, and complete, and that I am authorized to prepare this fo	ing accomp			f my knowle	edge and belief,	
Signature	Signature ► TRUSTEE				Date >		