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

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

2011

For calendar year 2011 or tax year beginning

OCT 1, 2011

, and ending

SEP 30, 2012

Name of foundation

IRVIN STERN FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

4 EAST OHIO

Room/suite

APT 6

City or town, state, and ZIP code

CHICAGO, IL 60611

G Check all that apply.

 Initial return Initial return of a former public charity Final return Amended return Address change Name change

H Check type of organization

 Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, col. (c), line 16)

J Accounting method

 Cash Accrual

► \$ 11,573,826. (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	Interest on savings and temporary cash investments	25.	25.		STATEMENT 1
	4 Dividends and interest from securities	307,568.	307,568.		STATEMENT 2
Revenue	5a Gross rents				
	b Net rental income or (loss)	919,982.			
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a	2,592,429.			
	7 Capital gain net income (from Part IV, line 2)		919,982.		
	8 Net short-term capital gain				
	9 Income modifications				
	Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	1,227,575.	1,227,575.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	1,425.	142.	1,283.	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	14,320.	10,740.	3,580.	
	c Other professional fees	114,870.	96,595.	18,275.	
	17 Interest				
	18 Taxes	13,987.	13,987.	0.	
	19 Depreciation and depletion	634.	0.		
	20 Occupancy	22,258.	2,226.	20,032.	
	21 Travel, conferences, and meetings	21,900.	2,190.	19,710.	
	22 Printing and publications				
	23 Other expenses	9,042.	4,529.	4,513.	
	24 Total operating and administrative expenses. Add lines 13 through 23	198,436.	130,409.	67,393.	
	25 Contributions, gifts, grants paid	863,500.		863,500.	
	26 Total expenses and disbursements. Add lines 24 and 25	1,061,936.	130,409.	930,893.	
	27 Subtract line 26 from line 12	165,639.			
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		1,097,166.		
	c Adjusted net income (if negative, enter -0-)			N/A	

914-16

2

Assets	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		6,651.	4,426.
2	Savings and temporary cash investments		718,912.	1,027,138.
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	STMT 7	670,358.	670,358.
b	Investments - corporate stock	STMT 8	7,048,993.	6,723,482.
c	Investments - corporate bonds	STMT 9	537,834.	702,902.
11	Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
12	Investments - mortgage loans			
13	Investments - other	STMT 10	354,158.	374,873.
14	Land, buildings, and equipment basis ►	16,897.		
	Less accumulated depreciation ►	15,790.		
15	Other assets (describe ► SECURITY DEPOSIT)		1,741.	1,107.
			3,600.	3,600.
16	Total assets (to be completed by all filers)		9,342,247.	9,507,886.
				11,573,826.
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)		0.	0.
Liabilities	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
			9,342,247.	9,507,886.
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
Net Assets or Fund Balances	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 27 through 31			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances		9,342,247.	9,507,886.
31	Total liabilities and net assets/fund balances		9,342,247.	9,507,886.

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	9,342,247.
2	Enter amount from Part I, line 27a	2	165,639.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	9,507,886.
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	9,507,886.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
a SEE ATTACHMENT D			P	VARIOUS	VARIOUS
b CAPITAL GAINS DIVIDENDS					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 2,588,059.		1,672,447.	915,612.		
b 4,370.			4,370.		
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 Losses (from col (h))		
(i) F M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a			915,612.		
b			4,370.		
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	919,982.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8				N/A	

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

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

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

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

 Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	965,705.	11,671,267.	.082742
2009	949,931.	10,868,290.	.087404
2008	767,068.	9,468,505.	.081013
2007	986,640.	12,182,951.	.080985
2006	1,020,611.	12,536,612.	.081410

2 Total of line 1, column (d)

2 .413554

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

3 .082711

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5

4 11,107,984.

5 Multiply line 4 by line 3

5 918,752.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 10,972.

7 Add lines 5 and 6

7 929,724.

8 Enter qualifying distributions from Part XII, line 4

8 930,893.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1	1	10,972.
Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	2	0.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	3	10,972.
3	Add lines 1 and 2		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		
6	Credits/Payments	5	10,972.
a	2011 estimated tax payments and 2010 overpayment credited to 2011		
b	Exempt foreign organizations - tax withheld at source	6a	9,760.
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld	6b	
7	Total credits and payments Add lines 6a through 6d		
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	7	9,760.
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 overpaid	8	15.
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ►		
		10	1,227.
		11	Refunded ►

Part VII-A: Statements Regarding Activities

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

Part VII-A | Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.IRVINSTERN.ORG	13	<input checked="" type="checkbox"/>
14	The books are in care of ► GIMBEL SINGER + ABRAMS Located at ► 10 S. RIVERSIDE PLAZA, CHICAGO, IL	Telephone no ► 312-782-1010	ZIP+4 ► 60606
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	<input type="checkbox"/> N/A
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ►	16	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	<input checked="" type="checkbox"/> X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	<input checked="" type="checkbox"/> X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	<input type="checkbox"/> N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►	3a	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3b	<input type="checkbox"/> N/A
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	4a	<input type="checkbox"/> X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4b	<input type="checkbox"/> X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		

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

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

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

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

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

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

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

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

N/A
►

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

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

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

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11	AS NEEDED	1,425.	0.	0.

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

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

Total number of other employees paid over \$50,000

►

0

Form 990-PF (2011)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	10,854,797.
b	Average of monthly cash balances	1b	422,344.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	11,277,141.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	11,277,141.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	169,157.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,107,984.
6	Minimum investment return. Enter 5% of line 5	6	555,399.

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

1	Minimum investment return from Part X, line 6	1	555,399.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	10,972.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	10,972.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	544,427.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	544,427.
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	544,427.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	930,893.
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	930,893.
b	Cash distribution test (attach the required schedule)	5	10,972.
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	919,921.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				544,427.
2 Undistributed income, if any, as of the end of 2011			0.	
a Enter amount for 2010 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006	415,052.			
b From 2007	398,908.			
c From 2008	295,965.			
d From 2009	417,900.			
e From 2010	401,588.			
f Total of lines 3a through e		1,929,413.		
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$	930,893.		0.	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.		
d Applied to 2011 distributable amount				544,427.
e Remaining amount distributed out of corpus				0.
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:		2,315,879.		
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0.	
b Prior years' undistributed income Subtract line 4b from line 2b			0.	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.	
d Subtract line 6c from line 6b Taxable amount - see instructions			0.	
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr				0.
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.		
8 Excess distributions carryover from 2006 not applied on line 5 or line 7		415,052.		
9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a		1,900,827.		
10 Analysis of line 9				
a Excess from 2007	398,908.			
b Excess from 2008	295,965.			
c Excess from 2009	417,900.			
d Excess from 2010	401,588.			
e Excess from 2011	386,466.			

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHMENT F		PUBLIC CHARITY	GENERAL PURPOSE	863,500.
Total			► 3a	863,500.
b Approved for future payment				
NONE				
Total			► 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments				14	25.
4 Dividends and interest from securities				14	307,568.
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				18	919,982.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		1,227,575.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	1,227,575.
(See worksheet in line 13 instructions to verify calculations)					

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

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

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

SOURCE	AMOUNT
VARIOUS	25.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	25.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
VARIOUS	311,938.	4,370.	307,568.
TOTAL TO FM 990-PF, PART I, LN 4	311,938.	4,370.	307,568.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	14,320.	10,740.		3,580.
TO FORM 990-PF, PG 1, LN 16B	14,320.	10,740.		3,580.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	96,595.	96,595.		0.
ADMINISTRATIVE SECRETARY	18,275.	0.		18,275.
TO FORM 990-PF, PG 1, LN 16C	114,870.	96,595.		18,275.

FORM 990-PF

TAXES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	999.	999.		0.
FEDERAL EXCISE TAX	12,988.	12,988.		0.
TO FORM 990-PF, PG 1, LN 18	13,987.	13,987.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSE	1,347.	674.		673.
INSURANCE - D&O	1,101.	550.		551.
STATE FILING FEES	15.	15.		0.
COMPUTER EXPENSES	6,579.	3,290.		3,289.
TO FORM 990-PF, PG 1, LN 23	9,042.	4,529.		4,513.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT

7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHMENT A	X		514,993.	516,146.
150000 SHARES ILLINOIS STATE 4.071%		X	155,365.	155,112.
TOTAL U.S. GOVERNMENT OBLIGATIONS			514,993.	516,146.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			155,365.	155,112.
TOTAL TO FORM 990-PF, PART II, LINE 10A			670,358.	671,258.

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHMENT B	6,723,482.	8,625,801.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,723,482.	8,625,801.

FORM 990-PF

CORPORATE BONDS

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHMENT C	702,902.	816,603.
TOTAL TO FORM 990-PF, PART II, LINE 10C	702,902.	816,603.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
850 ISHARES TR BARCLAYS BOND	COST	88,838.	89,894.
3700 SHRS VANGUARD BOND INDEX FUND	COST	286,035.	333,999.
TOTAL TO FORM 990-PF, PART II, LINE 13		374,873.	423,893.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
STUART EPSTEIN 3 NORTH MAIN STREET EAST HAMPTON, NY 11937	TRUSTEE	675.	0.	0.
JEFFREY EPSTEIN 25 WEST HUBBARD CHICAGO, IL 60610	TRUSTEE	200.	0.	0.
KRISTEN BONCHER 106 EAST 85TH STREET APT 1S NEW YORK, NY 10028	TRUSTEE	0.	0.	0.
HEIDI BONCHER 315 DORSET HEIGHTS SOUTH BURLINGTON, VT 04503	TRUSTEE	400.	0.	0.
NICHOLAS EPSTEIN 3 NORTH MAIN STREET E HAMPTON, NY 11937	TRUSTEE	150.	0.	0.
ARTHUR WINTER 1800 SHERMAN AVE. EVANSTON, IL 60201	TRUSTEE	0.	0.	0.
DOROTHY WINTER 1001 GENTER APT 8G LA JOLLA, CA 90237	TRUSTEE	0.	0.	0.
SAMANTHA EPSTEIN 326 LESTER AVE. OAKLAND, CA 94606	TRUSTEE	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		1,425.	0.	0.

IRVIN STERN FOUNDATION
FEIN 36-6047947
990-PF, PAGE 2, LINE 10A

ATTACHMENT A

Shares	Name of Security	Ending	
		Cost	Market Value
250,000	Federal Home Loan Bk 4.875%	\$ 261,077	\$ 263,978
250,000	U.S. Treasury Notes 3.625%	<u>\$ 253,916</u>	<u>252,168</u>
	Totals	\$ 514,993	\$ 516,146

ATTACHMENT A

IRVIN STERN FOUNDATION
FEIN 36-6047947
990 -PF, PAGE 2, LINE 108

ATTACHMENT B

Shares	Name of Security	Ending Cost	Market Value
3,600	Akamai Technologies	98,644	137,736
10,000	Belo Corporation	57,770	78,300
10,500	H & R Block Inc	166,028	181,965
1,300	Borg Warner	33,055	89,843
26,500	Boston Scientific Corp	157,328	152,110
700	Bunge Ltd.	38,291	46,935
2,500	CGG Veritas	31,483	82,125
2,450	Charles River Lab	86,482	97,020
2,500	Chicago Bridge & Iron	13,067	95,225
2,100	Cincinnati Financial	56,092	79,527
2,700	Con Way, Inc	82,842	73,899
3,100	Cree, Inc	87,133	79,066
3,700	Denbury Resources	55,740	59,792
1,800	Devry Inc	41,622	40,968
2,000	Eaton Vance	56,504	57,920
1,300	FMC Corp	26,183	71,994
3,000	Finisar Corp	48,375	42,960
2,500	FMC Technologies	38,757	115,750
3,400	Forest Laboratories, Inc	95,147	121,074
8,700	Gannett Company	56,463	154,425
1,800	Harris Corp	63,235	92,196
3,400	Hospira	107,923	111,588
704	ITT Corp	12,330	14,186
10,500	Interpublic Group	74,308	116,760
3,000	Itron Inc	136,383	129,390
3,600	Jabil Circuit	23,583	67,392
1,800	Lear Corporation	66,455	68,022
6,300	Lexmark Intl	179,190	140,175
2,100	Manpower Inc	117,229	77,280
1,900	Mattel	27,673	67,393
2,100	McGraw-Hill Co	68,933	114,639
5,500	Molex Inc.	139,173	144,540
2,100	Molson Coors	82,515	94,605
16,500	New York Times	186,706	161,040
2,100	Northern Trust Corp	78,757	97,472
4,200	Nuance Communications	68,880	104,538
4,500	Nvidia Corp	55,540	60,030
2,500	Scholastic Corp	78,751	79,450
1,150	Sigma Aldrich Corp	63,926	82,768
10,500	Southwest Airlines	122,951	92,085
5,500	Staples Inc	64,484	63,360
5,600	Unisys Corp	138,605	116,592
1,600	Varian Medical	66,739	96,512
4,600	Werner Enterprises	88,042	98,256
3,500	Xylem Inc	93,893	88,025
3,000	Zebra Technologies	98,731	112,470
2,600	Apache	188,716	224,822
17,000	Applied Materials	210,510	189,805
10,600	Broadridge Financial Solutions	224,522	247,298
8,000	Cenovus Energy	200,848	278,800
5,000	Covidien Ltd	188,022	297,100
8,000	Delphi Automotive	226,184	248,000
3,600	Diageo	189,411	405,828
3,600	General Dynamics	204,347	238,032
6,000	Illinois Tool Works	172,268	356,820
12,500	Intel Corp	285,829	283,500
3,400	Lab Corp of America	226,260	314,398
10,000	Oracle Corp	125,781	314,900
5,000	Snap on Tools	156,228	359,350
8,300	Texas Instruments	257,123	228,665
8,500	TE Connectivity	235,492	289,085
		<u>\$ 6,723,482</u>	<u>\$ 8,625,801</u>

IRVIN STERN FOUNDATION
FEIN 36-6047947
990-PF, PAGE 2, LINE 10C

ATTACHMENT C

Shares	Name of Security	Ending	
		Cost	Market Value
200,000	Partnerre Fin A LLC	\$ 197,368	\$ 237,634
200,000	Penn Natl Gaming	214,510	224,000
100,000	Woolworth	103,260	109,923
200,000	Yum Brands	187,764	245,046
Totals		\$ 702,902	\$ 816,603

ATTACHMENT C

IRVIN STERN FOUNDATION
FEIN 36-6047947
CAPITAL GAINS AND (LOSSES)

Date Purch	Date Sold	# of Shares	Security name	Sale of Securities	Cost of Securities	Long term Gain/(Loss)	Short Term Gain/(Loss)
7/5/2011	10/5/2011	8000	Omnicare Inc Sr sub nt 6.875%	8,275.04	8,240.20		34.84
7/5/2011	10/17/2011	40000	Omnicare Inc Sr sub nt 6.875%	41,375.20	41,202.20		173.00
5/28/1959	3/27/2012	3000	Abbott Labs	184,263.88	531.73	183,732.15	
10/24/2006	10/12/2011	100	Cincinnati Financial	2,658.31	3,215.83	(557.52)	
10/24/2006	10/12/2011	200	Cincinnati Financial	5,316.52	6,431.67	(1,115.15)	
10/24/2006	10/12/2011	200	Cincinnati Financial	5,316.52	6,431.67	(1,115.15)	
10/19/2009	10/12/2011	100	McGraw Hill	4,449.77	2,978.79	1,470.98	
10/19/2009	10/12/2011	300	McGraw Hill	13,349.63	8,936.37	4,413.26	
4/1/2010	10/14/2011	94	Nuance Commun Inc	2,239.76	1,557.39	682.37	
4/1/2010	10/14/2011	306	Nuance Commun Inc	7,291.11	5,069.79	2,221.32	
11/20/2008	10/17/2011	100	Chicago Bridge & iron	3,277.29	560.24	2,717.05	
4/1/2010	10/17/2011	400	Nuance Commun Inc	9,570.87	6,627.18	2,943.69	
11/9/2007	10/24/2011	300	Jabil Circuit Inc	6,144.53	5,677.97	466.56	
9/29/2006	10/26/2011	50	Borg Warner	3,620.48	1,439.37	2,181.11	
1/26/2009	10/26/2011	100	Chicago Bridge & iron	3,628.18	1,131.29	2,496.89	
10/4/2006	10/26/2011	50	FMC Corp	3,893.98	1,633.06	2,260.92	
11/20/2007	10/26/2011	200	Jabil Circuit Inc	4,029.37	3,358.98	670.39	
10/4/2006	10/26/2011	150	Mattel Incorporated	4,258.77	2,988.99	1,269.78	
9/6/2006	10/28/2011	200	Bunge Limited	12,438.81	10,223.67	2,215.14	
11/20/2007	10/28/2011	200	Jabil Circuit Inc	4,213.37	3,358.97	854.40	
9/6/2006	11/7/2011	0.5	ITT Corporation New	10.00		10.00	
10/4/2006	11/22/2011	100	Mattel Incorporated	2,794.82	1,992.65	802.17	
10/4/2006	11/22/2011	100	Mattel Incorporated	2,794.81	1,992.66	802.15	
10/4/2006	11/22/2011	100	Mattel Incorporated	2,794.80	1,992.66	802.14	
10/4/2006	11/22/2011	100	Mattel Incorporated	2,794.82	1,992.66	802.16	
9/9/2009	11/30/2011	100	H&R Block	1,569.27	1,699.39	(130.12)	
9/9/2009	11/30/2011	200	H&R Block	3,138.56	3,398.77	(260.21)	
9/9/2009	11/30/2011	200	H&R Block	3,138.56	3,398.78	(260.22)	
3/28/2008	12/2/2011	250	Factset Research Systems	23,216.35	13,226.65	9,989.70	
var It	12/2/2011	300	URS Corp	10,976.31	13,543.71	(2,567.40)	
var It	12/2/2011	500	URS Corp	18,292.36	23,127.06	(4,834.70)	
4/3/2008	12/2/2011	100	URS Corp	3,658.47	3,591.42	67.05	
4/3/2008	12/2/2011	100	URS Corp	3,658.56	3,591.42	67.14	
4/3/2008	12/2/2011	100	URS Corp	3,658.55	3,591.42	67.13	
4/3/2008	12/2/2011	400	URS Corp	14,633.88	14,365.67	268.21	
5/14/2008	12/2/2011	100	URS Corp	3,658.50	4,500.58	(842.08)	
var It	12/22/2011	90	Akamai Technologies	2,845.87	2,190.87	655.00	
	12/22/2011	60	Akamai Technologies	1,897.24	1,328.33	568.91	
1/20/2009	12/31/2011	500	Pearson PLC	9,442.87	4,409.48	5,033.39	
1/26/2009	1/19/2012	250	Chicago Bridge & iron	10,905.84	2,828.23	8,077.61	
10/4/2006	1/19/2012	120	FMC Corp	10,975.16	3,919.34	7,055.82	
3/28/2008	1/19/2012	150	Factset Research Systems	13,781.79	7,935.99	5,845.80	
2/12/2008	1/19/2012	200	FMC Technologies	10,732.84	2,705.74	8,027.10	
4/25/20234	1/19/2012	500	Jabil Circuit Inc	11,696.83	7,103.29	4,593.54	
var It	1/19/2012	200	McGraw Hill	9,189.27	6,014.71	3,174.56	
var It	1/19/2012	400	Nuance Commun Inc	11,603.63	6,867.18	4,736.45	
var It	1/25/2012	600	Jabil Circuit Inc	14,169.98	6,947.61	7,222.37	
var It	1/25/2012	250	Mattel Incorporated	7,301.41	6,043.31	1,258.10	
1/26/2009	1/31/2012	250	Chicago Bridge & iron	10,604.10	2,828.23	7,775.87	
11/10/2006	1/31/2012	200	Cincinnati Financial	6,512.30	6,431.67	80.63	
1/16/2007	1/31/2012	100	Cincinnati Financial	3,256.16	3,215.83	40.33	
10/4/2006	1/31/2012	130	FMC Corp	12,005.42	4,245.95	7,759.47	
6/27/2007	1/31/2012	200	Mattel Incorporated	6,256.50	5,046.97	1,209.53	
12/26/2007	1/31/2012	300	Mattel Incorporated	9,384.75	6,005.00	3,379.75	
4/16/2010	1/31/2012	400	Nuance Commun Inc	11,407.63	7,107.18	4,300.45	
4/29/2009	2/3/2012	100	Perkinelmer Inc	2,648.30	1,381.69	1,266.61	
4/29/2009	2/3/2012	200	Perkinelmer Inc	5,296.61	2,763.38	2,533.23	
4/29/2009	2/3/2012	400	Perkinelmer Inc	10,593.62	5,526.75	5,066.87	
6/30/2009	2/3/2012	100	Perkinelmer Inc	2,648.37	1,732.69	915.68	
6/30/2009	2/3/2012	400	Perkinelmer Inc	10,593.62	6,930.76	3,662.86	
var It	2/28/2012	100	Factset Research Systems	8,912.26	5,062.47	3,849.79	
4/2/2009	2/28/2012	150	Factset Research Systems	13,369.59	7,251.41	6,118.18	
var It	2/28/2012	2000	Perkinelmer Inc	54,194.07	31,694.26	22,499.81	
9/29/2006	3/1/2012	150	Borg Warner	12,555.57	4,318.12	8,237.45	
var It	3/1/2012	1200	Pearson PLC	23,189.51	11,467.80	11,721.71	
var It	3/5/2012	950	Cincinnati Financial	33,098.90	30,550.41	2,548.49	
5/14/2008	3/15/2012	500	Jabil Circuit Inc	13,461.81	5,444.48	8,017.33	

IRVIN STERN FOUNDATION
FEIN 36-6047947
CAPITAL GAINS AND (LOSSES)

3/7/2007	5/21/2012	7000	PENTAIR INC	293,640.41	211,840.30	81,800.11
7/16/2010	8/6/2012	3400	PEPSICO INC	245,867.53	213,344.90	32,522.63
3/11/2010	8/31/2012	13000	DE MASTER BLENDERS	147,616.30	125,296.52	22,319.78
3/11/2010	8/31/2012	2600	HILLSHIRE BRANDS	67,549.48	55,793.99	11,755.49
2/9/2011	9/24/2012	9000	REPUBLIC SVCS INC	253,683.51	272,873.00	(19,189.49)
5/28/1959	9/26/2012	3000	ABBOTT LABS	209,787.39	531.73	209,255.66
5/7/2012	5/7/2012	0	DELPHI LITIGATION	405.53		405.53
VAR LT	4/11/2012	1200	PEARSON PLC	21,724.60	12,791.02	8,933.58
VAR LT	4/23/2012	300	AKAMAI TECHNOLOGIES	11,427.09	6,231.54	5,195.55
7/20/2011	5/10/2012	800	CA INC	20,992.18	17,673.58	3,318.60
7/20/2011	5/25/2011	700	CA INC	17,590.06	15,464.39	2,125.67
10/4/2006	4/27/2012	150	FMC CORP	16,788.87	4,899.18	11,889.69
9/26/2006	5/1/2012	100	BORG WARNER INC	8,012.87	2,878.74	5,134.13
2/25/2009	5/1/2012	300	CHICAGO BRIDGE & IRON	13,497.35	1,615.76	11,881.59
9/11/2006	5/1/2012	100	DENBURY RES INC	1,948.97	1,440.88	508.09
9/11/2006	5/1/2012	100	DENBURY RES INC	1,948.82	1,440.88	507.94
9/20/2006	5/1/2012	200	DENBURY RES INC	3,897.64	2,774.32	1,123.32
10/4/2006	5/1/2012	50	FMC CORP	5,484.48	1,633.06	3,851.42
10/22/2009	5/1/2012	200	MCGRAW HILL COS	9,920.03	6,071.84	3,848.19
9/6/2006	5/1/2012	100	MOLEX INC.	2,761.05	3,185.56	(424.51)
9/6/2006	5/1/2012	100	MOLEX INC.	2,761.06	3,185.56	(424.50)
9/6/2006	5/1/2012	100	MOLEX INC.	2,761.06	3,185.56	(424.50)
3/5/2010	5/1/2012	150	SIGMA ALDRICH CORP	10,805.21	7,908.12	2,897.09
VAR LT	5/17/2012	200	CINCINNATI FINANCIAL	6,995.29	5,911.55	1,083.74
3/5/2010	5/22/2012	200	SIGMA ALDRICH CORP	14,049.14	10,544.16	3,504.98
VAR LT	5/25/2012	300	CON WAY INC	10,119.12	13,798.19	(3,679.07)
3/5/2010	5/25/2012	50	SIGMA ALDRICH CORP	3,549.99	2,636.04	913.95
3/5/2010	5/25/2012	100	SIGMA ALDRICH CORP	7,099.97	5,272.08	1,827.89
7/20/2011	6/8/2012	200	CA INC	5,087.34	4,418.40	668.94
7/20/2011	6/26/2012	800	CA INC	20,800.18	17,673.58	3,126.60
3/23/2009	5/31/2012	300	CINCINNATI FINANCIAL	10,850.81	6,526.77	4,324.04
4/21/2010	6/8/2012	300	FOREST LABORATORIES INC	10,683.71	8,228.07	2,455.64
8/31/2011	7/16/2012	200	NORTHERN TRUST	9,431.24	7,765.59	1,665.65
10/4/2006	6/28/2012	200	FMC CORP	10,352.02	3,266.12	7,085.90
9/6/2006	7/2/2012	300	BUNGE LIMITIED	18,729.83	15,335.50	3,394.33
VAR LT	7/11/2012	100	BUNGE LIMITIED	6,185.09	4,962.29	1,222.80
9/6/2006	7/11/2012	50	BUNGE LIMITIED	3,092.50	2,555.92	536.58
3/5/2010	7/13/2012	100	SIGMA ALDRICH CORP	7,178.17	5,272.07	1,906.10
3/5/2010	7/13/2012	100	SIGMA ALDRICH CORP	7,178.16	5,272.08	1,906.08
VAR LT	7/16/2012	200	CINCINNATI FINANCIAL	7,526.87	4,526.72	3,000.15
3/23/2009	7/16/2012	50	CINCINNATI FINANCIAL	1,881.72	1,087.79	793.93
10/22/2009	7/16/2012	300	MCGRAW HILL COS	13,747.54	9,107.75	4,639.79
VAR LT	7/18/2012	150	BUNGE LIMITIED	9,501.14	6,448.22	3,052.92
12/26/2007	7/18/2012	200	MATTEL INCORPORATED	6,847.30	4,003.33	2,843.97
10/22/2009	7/18/2012	200	MCGRAW HILL COS	9,505.44	6,071.84	3,433.60
VAR LT	7/24/2012	100	BUNGE LIMITIED	6,181.31	4,495.21	1,686.10
6/15/2009	7/24/2012	150	CINCINNATI FINANCIAL	5,521.58	3,526.69	1,994.89
10/4/2006	7/24/2012	100	FMC CORP	5,354.83	1,633.06	3,721.77
9/6/2006	7/24/2012	200	INTERPUBLIC GROUP INC	2,235.60	1,608.27	627.33
12/26/2007	7/24/2012	100	MATTEL INCORPORATED	3,420.17	2,001.66	1,418.51
9/26/2008	7/26/2012	25	AKAMAI TECHNOLOGIES	857.54	416.77	440.77
9/26/2008	7/26/2012	100	AKAMAI TECHNOLOGIES	3,430.16	1,667.07	1,763.09
9/26/2008	7/26/2012	100	AKAMAI TECHNOLOGIES	3,430.17	1,667.07	1,763.10
9/26/2008	7/26/2012	100	AKAMAI TECHNOLOGIES	3,430.17	1,667.07	1,763.10
11/20/2008	7/26/2012	300	CGG VERITAS	8,602.06	3,308.95	5,293.11
2/25/2009	7/26/2012	200	CHICAGO BRIDGE & IRON	8,009.47	1,077.18	6,932.29
6/15/2009	7/26/2012	100	CINCINNATI FINANCIAL	3,772.55	2,351.12	1,421.43
6/15/2009	7/26/2012	100	CINCINNATI FINANCIAL	3,772.54	2,351.12	1,421.42
9/20/2006	7/26/2012	100	DENBURY RES INC	1,549.08	1,387.16	161.92
9/20/2006	7/26/2012	100	DENBURY RES INC	1,549.09	1,387.16	161.93
9/26/2006	7/26/2012	100	DENBURY RES INC	1,549.27	1,387.16	162.11
10/4/2006	7/26/2012	100	FMC CORP	5,487.00	1,633.06	3,853.94
4/23/2007	7/26/2012	100	FMC CORP	5,487.31	1,919.62	3,567.69
12/26/2007	7/26/2012	300	MATTEL INCORPORATED	10,433.82	6,005.00	4,428.82
8/31/2011	7/31/2012	200	NORTHERN TRUST	9,101.25	7,765.59	1,335.66
9/29/2006	7/31/2012	100	BORG WARNER INC	6,690.50	2,878.75	3,811.75
9/6/2006	7/31/2012	100	HARRIS CORPORATION	4,175.77	3,958.04	217.73
9/6/2006	7/31/2012	100	HARRIS CORPORATION	4,175.87	3,958.04	217.83
9/6/2006	7/31/2012	200	HARRIS CORPORATION	8,351.54	7,915.99	435.55
12/31/2009	7/31/2012	200	MCGRAW HILL COS	9,394.04	6,768.78	2,625.26

IRVIN STERN FOUNDATION
FEIN 36-6047947
CAPITAL GAINS AND (LOSSES)

VAR LT	9/19/2012	300	EXELIS INC	3,145.05	3,186.18	(41.13)
9/6/2006	9/19/2012	100	EXELIS INC	1,048.34	1,062.06	(13.72)
9/6/2006	9/19/2012	100	EXELIS INC	1,048.44	1,062.06	(13.62)
9/6/2006	9/19/2012	100	EXELIS INC	1,048.44	1,062.06	(13.62)
9/6/2006	9/19/2012	200	EXELIS INC	2,096.68	2,124.12	(27.44)
2/25/2009	9/19/2012	9	EXELIS INC	94.36	95.58	(1.22)
2/25/2009	9/19/2012	100	EXELIS INC	1,048.34	1,062.06	(13.72)
4/2/2009	9/19/2012	100	EXELIS INC	1,048.44	1,062.06	(13.62)
4/2/2009	9/19/2012	200	EXELIS INC	2,096.68	2,124.12	(27.44)
5/18/2009	9/19/2012	200	EXELIS INC	2,096.88	2,124.12	(27.24)
3/26/2009	9/19/2012	400	GANNETT CO INC	7,308.09	977.39	6,330.70
9/26/2008	9/20/2012	100	AKAMAI TECHNOLOGIES	3,864.22	1,667.07	2,197.15
1/26/2009	9/20/2012	100	AKAMAI TECHNOLOGIES	3,864.22	1,360.79	2,503.43
1/26/2009	9/20/2012	100	AKAMAI TECHNOLOGIES	3,864.12	1,360.79	2,503.33
1/26/2009	9/20/2012	200	AKAMAI TECHNOLOGIES	7,728.25	2,721.58	5,006.67
4/23/2007	9/20/2012	100	FMC CORP	5,788.70	1,919.62	3,869.08
4/23/2007	9/20/2012	100	FMC CORP	5,788.49	1,919.62	3,868.87
3/26/2009	9/20/2012	500	GANNETT CO INC	9,317.34	1,221.74	8,095.60
10/4/2006	9/20/2012	100	HARRIS CORPORATION	5,061.52	4,338.32	723.20
10/4/2006	9/20/2012	100	HARRIS CORPORATION	5,061.51	4,338.32	723.19
VAR LT	9/20/2012	200	MATTEL INCORPORATED	7,189.29	3,123.46	4,065.83
12/31/2009	9/20/2012	100	MCGRAW HILL COS	5,431.00	3,384.39	2,046.61
12/31/2009	9/20/2012	100	MCGRAW HILL COS	5,431.00	3,384.39	2,046.61
12/31/2009	9/20/2012	100	MCGRAW HILL COS	5,430.99	3,384.40	2,046.59

Totals	2,588,058.97	1,672,446.37	902,758.11	12,854.49
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G:\Stern Foundation\2012\9-30-12\[Investment recap-9-30-12.xls]990 TOTAL G-L

IRVIN STERN FOUNDATION
A private charitable trust.

Letter of Inquiry

Organizations meeting the Guidelines of the Irvin Stern Foundation are invited to submit a Letter of Inquiry that includes the following information:

Organization name and overview

A brief statement of the organization's activities, history and tax-exempt status

Contact information including the submitting official's name, title, mailing address, e-mail address, and telephone and fax numbers

Grant purpose, including whether the grant is for annual operating support or a proposed project; and the major issues and problems to be addressed

Grant amount requested from the Foundation

Budget for the organization and the proposed project

The Irvin Stern Foundation will review and respond to your organization's letter of inquiry promptly. If the Trustees wish to consider your proposal for funding, your organization will be invited to submit a full application and supporting materials. The Trustees of the Irvin Stern Foundation meet twice yearly, in the spring and fall.

On-line submissions of grant inquiry letters are strongly encouraged. Please visit the Irvin Stern Foundation website at www.irvinstern.org for more information.

Organizations may also submit a brief one to two page Letter of Inquiry including the above information via snail mail at:

The Irvin Stern Foundation
41 EAST OHIO ST #16
CHICAGO, IL 60611

ATTACHMENT *E*

IRVIN STERN FOUNDATION
A private charitable trust.

Grant Guidelines

The Irvin Stern Foundation makes grants to tax-exempt organizations in the areas of human services, civic affairs, and Jewish life. Priority is given to projects serving communities in metropolitan Chicago and New York within the following areas of emphasis:

Human Services Aiding the underserved, poor, and disadvantaged via innovative programs in social services, physical and mental health outreach, literacy, and vocational training.

Civic Affairs Helping to improve the quality of life in urban communities through grass roots and neighborhood organizations.

Jewish Life Enhancing Jewish community, education and spirituality.

The Irvin Stern Foundation does not contribute to endowments, capital campaigns, capital construction projects, and academic or medical research programs.

Organizations meeting the Guidelines of the Irvin Stern Foundation are invited to submit a Letter of Inquiry either on-line at the Irvin Stern Foundation website or via the US mail.

ATTACHMENT E

IRVIN STERN FOUNDATION

A private charitable trust.

GRANT REQUEST SUMMARY

Name of Organization: _____

Address: _____

City: _____ State: _____ Zip: _____

Phone: _____ Fax Phone: _____

Name of Director or Contact Person: _____

Their Position or Title: _____

Briefly Describe Your Organization's Goals: _____

Amount Requested: _____ For the Period From: _____ To: _____

For What Program or Purpose? _____

What is your Organization's Total Operating Budget For the Current Year? _____

Please list last year's contributions (including the names of specific government agency) in the space provided below:

	Amount	Amount
Fed. Govt: () _____	United Way: _____
State Govt: () _____	Jewish Federation: _____
Local Govt: () _____	Catholic Charities: _____
Foundation Gifts:	_____	Individual Gifts: _____
Earned Income/Fees/Rents:	_____	Legacies/Bequests: _____
Interest/Dividends:	_____	Other: _____

Have you received a Grant from the ISF in the past? Yes No If yes, list last 5 years History in spaces below:

Year Received (starting with most recent):	19 _____	Amount: _____
	19 _____	_____
	19 _____	_____
	19 _____	_____
	19 _____	_____

Also, make sure the following information is included with your application: 1) Most recent Financial Statement (audited). 2) List of current Board of Directors. 3) List of current Foundation Donors and Grants made. 4) IRS 501(c) Letter.

ATTACHMENT E

Irvin Stern Foundation

FEIN: 36-6047947

FYE: 9/30/12

Contributions

Access Community Health Network 222 North Canal Street Chicago IL 60606	\$15,000
Association of Community Employment Programs for the Homeless (A.C.E) 598 Broadway, 7th Floor New York, NY10012	25,000
Artist as Citizen 301 East 22 nd Street, 14K New York, NY 10010	7,500
Albany Park Theater Project P.O. Box 257995 Chicago IL 60625	10,000
Barnes Jewish Hospital 1001 Highlands Plaza Drive West Suite 140 St. Louis MO 63110	5,000
Bay Street Theatre Inc. P.O. Box 810 Sag Harbor, NY 11963	15,000
Bent on Learning 154 Grand St. New York, NY 10013	10,000
Beth Emet Synagogue 1224 Dempster Ave. Evanston IL 60202	5,000
Chicago Project for Violence Prevention "Ceasefire" 1603 west Taylor Chicago, IL 60612	25,000
Childrens Museum of the East End (CMEE) P.O. Box 316, 376 Sag Bridge Turnpike Bridgehampton, NY 11932	10,000

ATTACHMENT F

Irvin Stern Foundation
FEIN: 36-6047947
FYE: 9/30/12
Contributions

Corazon a Corazon 8235 S. Shore Dr. Chicago, IL. 60617	\$5,000
Celiac Disease Center at Columbia University Medical Center 180 Fort Washington Ave, Suite 934 New York, NY 10032	10,000
District #65 Dewey Elementary School 1551 Wesley Street Evanston, IL 60201	7,500
East Hampton Liabrary 159 Main St. East Hampton, NY. 11937	10,000
East Hampton Food Pantry 219-50 Accabonac Road East Hampton, NY 11937	2,000
East Hampton Health Care Foundation 200 Pantigo Place Suite M East Hampton, NY. 11937	10,000
East Village Youth Center 3643 West Belmont Chicago, IL 60618	10,000
Environmental Law & Policy Center 35 E. Wacker Drive, Suite 1300 Chicago, IL 60601	10,000
Evanston Community Foundation 1007 Church Street Suite 109 Evanston, IL 60201	25,000

ATTACHMENT F

Irvin Stern Foundation

FEIN: 36-6047947

FYE: 9/30/12

Contributions

Flawless Foundation PO Box 5183 Portland, Oregon 92708	5,000
Gan Yeladim Preschool 57 S. Williams St Burlington, VT 05401	3,000
Globe Med 620 Library Place Evanston, Illinois 60208	10,000
Generation Rescue 190528 Ventura Blvd Tarzan, CA 91356	10,000
Goldies Place 5705 Lincoln Ave. Chicago, IL. 60659	5,000
Greater Chicago Food Depository 4100 W. Ann Lurie Pl Chicago, IL 60632	15,000
Harlem Educational Activities Fund, Inc. (HEAF) 2090 7th Avenue New York, NY10027	5,000
Human Rights Defense Center PO Box 2402 West Brattleboro, VT 05303	5,000
I-PLUS 3001 Green Bay Road Suite 140 North Chicago, IL 60645	5,000
ISEF Foundation 135 West 29 th St. Ste. 303 New York, NY 10001	15,000
J Street Education Fund P.O. Box 66073 Washington DC 20035	25,000

ATTACHMENT F

Irvin Stern Foundation

FEIN: 36-6047947

FYE: 9/30/12

Contributions

Jewish Center of the Hamptons 44 Woods Lane East Hampton, NY 11937	5,000
Jewish Community Centers Association 2 Millstone Campus Drive St. Louis, MO 63146	5,000
Jewish Family Services of San Diego 8804 Balboa Avenue San Diego, CA 92123	\$ 40,000
Jewish Federation of San Diego County 4950 Murphy Canyon San Diego, CA 92123	25,000
Jewish Federation of St. Louis 12 Millstone Campus Drive St. Louis MO 63146	5,000
Jewish United Fund of Chicago One South Franklin Chicago, IL 60606	120,000
KIPP Bay Area Schools 426 17th Street, Suite 200 Oakland, CA, 94612	15,000
Lakeview Pantry 3851 N. Broadway Chicago, IL, 60613	10,000
Lincoln Park Community Shelter 600 W. Fullerton Parkway Chicago, IL, 60614	5,000
Let's Get Ready (LGR) 50 Broadway, Suite 806 New York, NY 10004	12,500
National Council of the YMCA's 101 North Wacker Drive Chicago, Illinois 60606	25,000

ATTACHMENT F

Irvin Stern Foundation
FEIN: 36-6047947
FYE: 9/30/12
Contributions

Musical Arts Institute 9422 S. Lafayette Chicago, Illinois 60620	5,000
Ounce of Prevention Fund 33 West Monroe Suite 2400 Chicago, Illinois 60603	10,000
Prep for Prep 328 West 71 st Street New York, NY 10023	\$ 5,000
Prevent Human Trafficking - Project Hope International 4410 Massachusetts Ave #210 Washington, DC 20016	7,500
Prison University Project P.O Box 492 San Quentin, CA 94964	12,500
Redcross 29 Mansfield Ave. Burlington, VT 05401	5,000
Retreat Inc. 13 Goodfriend Drive East Hampton, NY 11937	30,000
Recovery On Water 123 N. Jefferson Apt. 2F Chicago, IL 60661	5,000
San Diego Hospice 4311 Third Avenue San Diego, CA 92103	10,000
Seeds of Peace 370 Lexington Avenue Suite 2103 New York, NY 10017	10,000

ATTACHMENT F

Irvin Stern Foundation

FEIN: 36-6047947

FYE: 9/30/12

Contributions

Sertoma Speech & Hearing 10409 S. Roberts Rd. Palos Hills, IL 60465	7,500
Soccer without Borders PO Box. 3443 Oakland, CA 94609	13,000
Sisterhouse 851 North Leamington Ave Chicago, IL 60651	\$ 10,000
Spectrum 31 Elmwood Avenue Burlington, VT 05401	5,000
Test Positive Award Network 5537 N. Broadway Chicago, Illinois 60640	500
The Common Good Institute, Inc. One Metrotech Center Brooklyn, NY 11201	12,500
Turnaround for Children 25 West 45th Street 6 th Floor New York, NY 10036	40,000
Telluride Association 217 West Ave. Ithaca, NY 14850	10,000
The Ark 6450 North California Avenue Chicago, IL 60645	15,000
Time for Teens 26 Henry Street South hampton, NY11968	10,000
United Way of Dade County 3250 SW 3 rd Street Miami, FL 33129	10,000

ATTACHMENT F

Irvin Stern Foundation
FEIN: 36-6047947
FYE: 9/30/12
Contributions

Untold News 900 Fifth Avenue Apt. 2A New York, NY 10021	10,000
Women in Need 115 West 31 st New York, NY 10001	25,000
Yearning for Learning Center for Jewish Studies, Inc. 33 Loomis St Montpelier, VT05602	<u>\$ 7,500</u>
Grand Total	<u>\$ 863,500</u>