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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2011

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

For calendar year 2011 or tax year beginning NOV 1, 2011, and ending OCT 31, 2012

Name of foundation LEO ROSNER FOUNDATION, INC.		A Employer identification number 13-6161637
Number and street (or P O box number if mail is not delivered to street address) C/O WILLIAM D. ROBBINS, 6 WESTWAY		B Telephone number 914-251-9200
City or town, state, and ZIP code WHITE PLAINS, NY 10605		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ Foreign organizations meeting the 85% test, 2. check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 10,405,846.	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check ☒ If the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	280,933.	280,933.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	2,114.			
b	Gross sales price for all assets on line 6a	1,907,936.			
7	Capital gain net income (from Part IV, line 2)		2,114.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	283,047.	283,047.		
13	Compensation of officers, directors, trustees, etc	80,000.	0.		80,000.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 2	5,550.	0.		5,550.
c	Other professional fees STMT 3	72,812.	72,812.		0.
17	Interest				
18	Taxes STMT 4	843.	0.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 5	646.	0.		646.
24	Total operating and administrative expenses Add lines 13 through 23	159,851.	72,812.		86,196.
25	Contributions, gifts, grants paid	420,000.			420,000.
26	Total expenses and disbursements Add lines 24 and 25	579,851.	72,812.		506,196.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	<296,804.>			
b	Net investment income (if negative, enter -0-)		210,235.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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Operating and Administrative Expenses

p 20

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		126,688.	69,687.	69,687.
	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		5,225.	3,456.	3,456.
	b	Investments - corporate stock STMT 8		4,222,777.	4,959,238.	4,959,238.
	c	Investments - corporate bonds STMT 9		3,741,751.	3,543,991.	3,543,991.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 10		1,817,803.	1,829,474.	1,829,474.	
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		9,914,244.	10,405,846.	10,405,846.	
Liabilities	17	Accounts payable and accrued expenses		5,700.	5,700.	
	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)		5,700.	5,700.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		9,908,544.	10,400,146.		
30	Total net assets or fund balances		9,908,544.	10,400,146.		
31	Total liabilities and net assets/fund balances		9,914,244.	10,405,846.		

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	9,908,544.
2	Enter amount from Part I, line 27a	2	<296,804.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	788,406.
4	Add lines 1, 2, and 3	4	10,400,146.
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	10,400,146.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENT			
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			
b			
c			
d			
e 1,907,936.		1,905,822.	2,114.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			2,114.

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	2,114.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	497,147.	10,266,197.	.048426
2009	454,857.	10,131,660.	.044895
2008	532,099.	9,067,417.	.058683
2007	561,652.	10,665,110.	.052663
2006	565,356.	11,369,252.	.049727

2 Total of line 1, column (d)	2	.254394
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	.050879
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	10,280,919.
5 Multiply line 4 by line 3	5	523,083.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,102.
7 Add lines 5 and 6	7	525,185.
8 Enter qualifying distributions from Part XII, line 4	8	506,196.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**1a** Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b**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** Add lines 1 and 2**4** Subtitle 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** Credits/Payments:**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)**d** Backup withholding erroneously withheld**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, enter the **amount overpaid****11** Enter the amount of line 10 to be: **Credited to 2012 estimated tax**

371. Refunded

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?**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 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?**b** If "Yes," has it filed a tax return on Form 990-T for this year?**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) **NY****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

N/A

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8b	X	
9		X
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		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? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>WILLIAM D. ROBBINS</u> Telephone no. ► <u>914-251-9200</u> Located at ► <u>6 WESTWAY, WHITE PLAINS, NY</u> ZIP+4 ► <u>10605</u>			
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 ► <u>15</u> <u>N/A</u>			
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	Yes	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? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	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	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ► _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) <u>N/A</u>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?
Organizations relying on a current notice regarding disaster assistance check hereN/A
▶ ☐**5b****c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		80,000.	0.	0.

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

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

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

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A**Summary of Direct Charitable Activities**

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

	Expenses
1 NONE	
	0.
2 NONE	
	0.
3 NONE	
	0.
4 NONE	
	0.

Part IX-B**Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 NONE	
	0.
2 NONE	
	0.
All other program-related investments. See instructions.	
3 NONE	
	0.
Total. Add lines 1 through 3	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	10,336,014.
b	Average of monthly cash balances	1b	101,467.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	10,437,481.
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	10,437,481.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	156,562.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,280,919.
6	Minimum investment return. Enter 5% of line 5	6	514,046.

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	514,046.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	4,205.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,205.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	509,841.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	509,841.
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	509,841.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	506,196.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	506,196.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	506,196.

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				509,841.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			418,389.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 506,196.				
a Applied to 2010, but not more than line 2a			418,389.	
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				87,807.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				422,034.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

N/A

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

- b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- 2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

**WILLIAM D. ROBBINS, 914-682-2800
6 WESTWAY, WHITE PLAINS, NY 10605**

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

NO REQUIRED FORM

- c Any submission deadlines:

NONE

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

NONE

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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				
PER SCHEDULE ATTACHED				420,000.
Total			3a	420,000.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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						
4 Dividends and interest from securities			14	280,933.		
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	2,114.		
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.		283,047.		0.
13 Total. Add line 12, columns (b), (d), and (e)						283,047.

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

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

[illegible]

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

- | | | Yes | No |
|--|---|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| | a Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| | b Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | X | |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X | |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

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

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

**Sign
Here**

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

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

 William D. Robbins
Signature of officer or trustee

3/6/2013
Date

PRESIDENT
Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date	
------	--

Check ☒ self-employed

PTIN

FREDERICK R SHULMAN

02/28/13

P01231571

Firm's name ► **SHULMAN, JONES & COMPANY**

Firm's EIN ► 13-3174394

Firm's address ► 287 BOWMAN AVENUE
PURCHASE, NY 10577

Phone no. 914-251-9200

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PER SCHEDULE ATTACHED	P		
b	PER SCHEDULE ATTACHED	P		
c	PER SCHEDULE ATTACHED	P		
d	PER SCHEDULE ATTACHED	P		
e	PER SCHEDULE ATTACHED	P		
f	PER SCHEDULE ATTACHED	P		
g	PER SCHEDULE ATTACHED	P		
h	PER SCHEDULE ATTACHED	P		
i	CLASS ACTION SETTLEMENT	P		
j				
k				
l				
m				
n				
o				

(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	31,379.	24,737.	6,642.
b	25,800.	31,926.	<6,126.>
c	404,003.	410,176.	<6,173.>
d	208,547.	199,191.	9,356.
e	638,178.	661,177.	<22,999.>
f	4.		4.
g	100,000.	99,825.	175.
h	500,000.	478,790.	21,210.
i	25.		25.
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			6,642.
b			<6,126.>
c			<6,173.>
d			9,356.
e			<22,999.>
f			4.
g			175.
h			21,210.
i			25.
j			
k			
l			
m			
n			
o			

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	2,114.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	}	3	N/A

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT		
DIVIDEND AND INTEREST INCOME	280,933.	0.	280,933.		
TOTAL TO FM 990-PF, PART I, LN 4	280,933.	0.	280,933.		

FORM 990-PF		ACCOUNTING FEES		STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING	5,550.	0.		5,550.	
TO FORM 990-PF, PG 1, LN 16B	5,550.	0.		5,550.	

FORM 990-PF		OTHER PROFESSIONAL FEES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT ADVISORY FEES	72,812.	72,812.		0.	
TO FORM 990-PF, PG 1, LN 16C	72,812.	72,812.		0.	

FORM 990-PF		TAXES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAXES	843.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	843.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MISCELLANEOUS	646.	0.		646.	
TO FORM 990-PF, PG 1, LN 23	646.	0.		646.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	6
DESCRIPTION					AMOUNT
UNREALIZED GAIN ON MARKETABLE SECURITIES					788,406.
TOTAL TO FORM 990-PF, PART III, LINE 3					788,406.

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	
MARKETABLE SECURITIES	X		3,456.	3,456.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			3,456.	3,456.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,456.	3,456.	

FORM 990-PF	CORPORATE STOCK			STATEMENT	8
DESCRIPTION				BOOK VALUE	FAIR MARKET VALUE
MARKETABLE SECURITIES				4,959,238.	4,959,238.
TOTAL TO FORM 990-PF, PART II, LINE 10B				4,959,238.	4,959,238.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
MARKETABLE SECURITIES	3,543,991.	3,543,991.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,543,991.	3,543,991.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MONEY MARKET	COST	1,829,474.	1,829,474.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,829,474.	1,829,474.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	11
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MILDRED CAPLOW 501 EAST 79TH STREET NEW YORK, NY 10021	VP & DIRECTOR 1.00	0.	0.	0.
JUNE ROSNER 17 EAST 84TH STREET NEW YORK, NY 10028	VP & DIRECTOR 1.00	0.	0.	0.
WILLIAM ROBBINS 6 WESTWAY WHITE PLAINS, NY 10605	PRESIDENT & DIRECTOR 14.00	80,000.	0.	0.
AMY CAPLOW CHAN 60 RIVERSIDE DRIVE NEW YORK, NY 10024	SEC'Y, TREAS. & DIRECTOR 1.00	0.	0.	0.
MARCY WACHTEL 1725 YORK AVENUE NEW YORK, NY 10128	VP & DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		80,000.	0.	0.

LEO ROSNER FOUNDATION, INC.
FORM 990
OCTOBER 31, 2012

Page 1, Part 1, line 6b – Accounting Fees

Shulman Jones & Company
287 Bowman Avenue
Purchase, NY 10577

\$5,550.00

Page 1, Part 1, line 16c – Other Professional Fees

Neuberger Berman, LLC
605 Third Avenue
New York, NY 10158

Investment Advisory Fees

\$72,812.00

Leo Rosner Foundation, Inc.
Charitable Contributions
for the Year Ended October 31, 2012

	Recipient Name & Address	Purpose	Amount
1.	Ackerman Institute for the Family 149 East 78th Street New York, NY 10075	Center for Children and Relational Trauma	\$10,000
2.	America Israel Cultural Foundation 1140 Broadway, Suite #304 New York, NY 10001	Scholarships	\$10,000
3.	Bat Yam, Temple of the Islands PO Box 84 Sanibel, FL 33957	Weekend Seminars	\$2,000
4.	Beth Israel Medical Center 555 West 57th Street, 18th Floor New York, NY 10019	Colo-Rectal Services Surgical Oncology Project	\$5,000
5.	Brooklyn Law School 250 Joralemon Street Brooklyn, NY 11201	Loan Repayment Assistance Program	\$15,000
6.	Central Synagogue 123 East 55th Street New York, NY 10022	Educational Program	\$5,000
7.	Citymeals-on-Wheels 355 Lexington Avneue New York, NY 10017	Emergency Boxes	\$15,000
8.	Coalition for the Homeless 129 Fulton Street New York, NY 10038	Summer Camp Homeward Bound	\$20,000
9.	Cornell University 130 East Seneca Street, Suite 400 Ithaca, NY 14580	Scholarship	\$25,000
10.	Cornell University 130 East Seneca Street, Suite 400 Ithaca, NY 14580	Scheinman Institute - Dispute Resolution	\$5,000
11.	Fire Island Synagogue Box 43 Ocean Beach, Fire Island, NY 11770	Weekend Symposium	\$5,000
12.	Henry Street Settlement 265 Henry Street New York, NY 10002	Expanded Horizons	\$12,500

Leo Rosner Foundation, Inc.
Charitable Contributions
for the Year Ended October 31, 2012

Recipient Name & Address	Purpose	Amount
13. Hospital for Special Surgery 535 East 70th Street New York, NY 10021	Dr. Russell Warren's Research	\$10,000
14. Memorial Sloan-Kettering Hospital Center 1275 York Avenue New York, NY 10065	Create website for parents and families	\$13,000
15. Miracle House 80 Eighth Avenue, Suite 315 New York, NY 10011	Client Services	\$15,000
16. Moishe House 1330 Broadway, Suite 801 Oakland, CA 94612	Services	\$5,000
17. Mount Sinai Hospital 1 Gustave L. Levy Place, Box 1049 New York, NY 10029	Jewish Genetic Diseases Pediatric Endocrinology	\$15,000
18. Museum at Eldridge Street Project 12 Eldridge Street New York, NY 10002	Educational programs	\$25,000
19. Museum of Jewish Heritage 36 Battery Place New York, NY 10280	Interfaith Living Museum Project	\$15,000
20. National Museum of Women in the Arts 1250 New York Avenue, NW Washington, D.C. 20005	2013 Teachers Connect Summer Institute	\$20,000
21. Neighborhood Coalition for Shelter 157 East 86th Street New York, NY 10028	Homeless People Job training	\$12,500
New York Philharmonic	School Partnership Program	\$10,000
22. Avery Fisher Hall 10 Lincoln Center Plaza New York, NY 10023		
23. New York University, Tisch School of the Arts 70 Washington Square South New York, NY 10012-1091	Grad Film Program	\$25,000

Leo Rosner Foundation, Inc.
Charitable Contributions
for the Year Ended October 31, 2012

Recipient Name & Address	Purpose	Amount
24. New York Weill Cornell 525 East 68th Street, Box 123 New York, NY 10065	Wright Center for Aging - Dr. Ronald Adelman	\$10,000
25. Refugee Reunification Project Fund 70 Audubon Street New Haven, CT 06510	Community Foundation of Greater New Haven, Inc	\$10,000
26 Southern Institute for Education and Research 31 McAlister Drive New Orleans, LA 70118-5555	Holocaust Education	\$5,000
Survivors of the Shoah Visual History	I-Witness Online Teacher Education	\$5,000
27. University of Southern California 650 West 35th Street, Suite 114 Los Angeles, CA 90089		
28. Temple Israel of New Rochelle 1000 Pinebrook Blvd New Rochelle, NY 10804	To rent exhibits	\$5,000
29. University of Pennsylvania 633 Franklin Building 3451 Walnut Street Philadelphia, PA 19104-6205	Scholarship	\$25,000
30. White Plains Hospital Center 41 East Post Road White Plains, NY 10601	Partnerships in Dementia Project	\$10,000
31. Yale University 105 Wall Street New Haven, CT 06520-8229	Scholarship	\$25,000
32. Yeshiva of South Shore 1170 William Street Hewlett, NY 11557	Leo and Anna Rosner Holocaust Study Program Tolerance Programs	\$20,000
33. Zimmer Children's Museum 6505 Wilshire Blvd, Suite 100 Los Angeles, CA 90048	Family and Community Arts Program	\$10,000
TOTAL		<u>\$420,000</u>

ALL CONTRIBUTIONS ARE TO SECTION 501(c)(3) CHARITIES

Capital Gains

LEO ROSNER FOUNDATION INC
6 WESTWAY
WHITE PLAINS NY 10605-3523

Capital Gains Summary From 1/01/2011 To 10/31/2012

Description	Totals
Short Term Gain/Loss	9,871.77
Long Term Gain/Loss	-29,168.38
Total Short Sale Gain/Loss	0.00
Discount Income	0.00
Total Capital Gains/Losses	-19,296.61
Adjusted Basis	1,327,207.01
Proceeds	1,307,910.40
Total Curr Gain/Loss	0.00

EQUITIES - COVERED

Purchase Date	Close Date	No. of Shares	Orig Face	Symbol	Description	Unit Cost	Sale Price	Total Cost	Net Amount	Ind	ST Gain/Loss	LT Gain/Loss	Book Cost	Disc Inc	Curr Gain/Loss
07/31/2012	09/10/2012	500.00	0.00	COH	COACH INC	49.475	62.760	24,737.35	31,379.19	ST	6,641.84	0.00	24,737.35	0.00	0.00
ST - TERM								24,737.35	31,379.19	ST	6,641.84	0.00	24,737.35	0.00	0.00
TOTAL		500.00						24,737.35	31,379.19		6,641.84	0.00	24,737.35	0.00	0.00
SECTION															
TOTAL															

EQUITIES - NONCOVERED

Purchase Date	Close Date	No. of Shares	Orig Face	Symbol	Description	Unit Cost	Sale Price	Total Cost	Net Amount	Ind	ST Gain/Loss	LT Gain/Loss	Book Cost	Disc Inc	Curr Gain/Loss
12/17/2010	12/02/2011	100.00	0.00	CME	CME GROUP INC	319.256	258.000	31,925.57	25,799.50	ST	-6,126.07	0.00	31,925.57	0.00	0.00
ST - TERM								31,925.57	25,799.50	ST	-6,126.07	0.00	31,925.57	0.00	0.00
TOTAL		100.00						31,925.57	25,799.50		-6,126.07	0.00	31,925.57	0.00	0.00
10/26/2010	12/02/2011	200.00	0.00	CME	CME GROUP INC	281.625	258.000	56,324.98	51,599.01	LT	0.00	-4,725.97	56,324.98	0.00	0.00
09/25/2007	12/02/2011	2,000.00	0.00	GLW	CORNING INC	23.968	13.572	47,932.80	27,143.47	LT	0.00	-20,789.33	47,932.80	0.00	0.00

01/25/2006	02/02/2012	666.00	0.00	WBC	WABCO HOLDINGS INC	33,250	56,180	22,144.27	37,415.23	LT	0.00	15,270.96	22,144.27	0.00	0.00
11/27/2006	02/02/2012	334.00	0.00	WBC	WABCO HOLDINGS INC	40,124	56,180	13,361.38	18,763.79	LT	0.00	5,402.41	13,361.38	0.00	0.00
02/27/2002	02/03/2012	303.00	0.00	VAC	MARRIOTT VACATIONS WORLDWIDE CORPORATIO	10,664	22,393	3,231.06	8,784.82	LT	0.00	3,553.76	3,231.06	0.00	0.00
03/22/2007	03/22/2012	1,000.00	0.00	MLHR	HERMAN MILLER INC	34,250	22,730	34,249.90	22,729.29	LT	0.00	-11,520.61	34,249.90	0.00	0.00
03/08/2002	03/27/2012	1,000.00	0.00	CMCSK	COMCAST CORPORATIO	23,293	29,960	23,423.34	29,959.48	LT	0.00	6,536.12	23,423.34	0.00	0.00
04/24/2001	04/26/2012	500.00	0.00	KMB	CLARK CORP	56,021	79,093	28,143.29	39,545.51	LT	0.00	11,402.22	28,143.29	0.00	0.00
12/14/2005	06/11/2012	750.00	0.00	PSX	PHILLIPS 66 COM	26,640	32,469	19,979.74	24,351.35	LT	0.00	4,371.61	19,979.74	0.00	0.00
01/25/2006	06/11/2012	150.00	0.00	PSX	PHILLIPS 66 COM	28,888	32,469	4,333.14	4,870.27	LT	0.00	537.13	4,333.14	0.00	0.00
06/10/2009	07/02/2012	1,000.00	0.00	HOLX	HOLOGIC INC	13,674	18,336	13,674.00	18,335.99	LT	0.00	4,661.99	13,674.00	0.00	0.00
05/05/2008	07/02/2012	2,500.00	0.00	HOLX	HOLOGIC INC	22,165	18,336	55,411.80	45,839.97	LT	0.00	-9,571.83	55,411.80	0.00	0.00
03/23/2006	08/30/2012	2,000.00	0.00	MLHR	HERMAN MILLER INC	31,328	19,618	62,656.20	39,234.12	LT	0.00	-23,422.08	62,656.20	0.00	0.00
12/16/2010	10/17/2012	1,000.00	0.00	MAT	MATTEL INC	25,310	37,432	25,309.90	37,430.66	LT	0.00	12,120.76	25,309.90	0.00	0.00
LT - TERM		13,403.00						410,175.80	404,002.94	LT	0.00	-8,172.86	410,175.80	0.00	0.00
TOTAL		13,503.00						442,101.37	429,802.44			-8,172.86	442,101.37	0.00	0.00
SECTION TOTAL															

FIXED INCOME - NONCOVERED

Purchase Date	Close Date	No. of Shares	Orig Face	Symbol	Description	Unit Cost	Sale Price	Total Cost	Net Amount	Ind.	ST Gain/Loss	LT Gain/Loss	Book Cost	Disc Inc	Curr Gain/Loss
11/30/2011	01/31/2012	100,000.00	0.00	893830BA6	TRANSCOCEAN SEDCO FOREX INC 5.05000% 12/15/2016	99,906	106,976	99,906.00	106,976.00	ST	7,070.00	0.00	99,906.00	0.00	0.00
02/13/2012	05/11/2012	50,000.00	0.00	165167CH8	CHESAPEAKE ENERGY CORP SR NT 6.77500% 3/15/2019	98,750	96,600	49,375.00	48,300.00	ST	-1,075.00	0.00	49,375.00	0.00	0.00
					JD_15 165167CH8 MS_15										

03/19/2012	09/26/2012	50,000.00	0.00	61747YDT9	MORGAN STANLEY SR UNSECURED 475000% 3/22/2017 61747YDT9 MS_22	99 820	106 542	49,910.00	53,271.00	ST	3,381.00	0.00	49,910.00	0.00	0.00
ST. TERM.		200,000.00						198,191.00	208,547.00	ST	8,358.00	0.00	198,191.00	0.00	0.00
TOTAL															
11/10/2010	11/22/2011	50,000.00	0.00	690368AH8	OVERSEAS SHIPHOLDING GROUP INC SR NT 8 12500% 3/30/2018 690368AH8 MS_30	105 000	73 500	52,500.00	36,750.00	LT	0.00	-15,750.00	52,500.00	0.00	0.00
04/24/2003	11/25/2011	89.92	0.00	31390JSN2	FNMA GTD PASS THRU POOL #647725 6 000000% 05/01/2017 31390JSN2	104 719	1 000	94.16	89.92	LT	0.00	-4.24	94.16	0.00	0.00
04/24/2003	12/27/2011	90.02	0.00	31390JSN2	FNMA GTD PASS THRU POOL #647725 6 000000% 05/01/2017 31390JSN2	104 719	1 000	94.27	90.02	LT	0.00	-4.25	94.27	0.00	0.00
11/04/2009	12/28/2011	42,000.00	0.00	410345AE2	HANESBRAND S INC SR NT FLT 14 P/C 07/12/12 @ 100 4 11280%12/1 5/2014 410345AE2 JD_15	90 500	100 000	38 010.00	42 000.00	LT	0.00	3,980.00	38 010.00	0.00	0.00
04/24/2003	01/25/2012	83.88	0.00	31390JSN2	FNMA GTD PASS THRU POOL #647725 6 000000% 05/01/2017 31390JSN2	104 719	1 000	87.84	83.88	LT	0.00	-3.96	87.84	0.00	0.00
08/03/2010	02/24/2012	50,000.00	0.00	74153QAH5	PRIDE INTL INC DEL SR NT 6 875000% 8/15/2020 74153QAH5 FA_15	100 000	121 763	50,000.00	60,881.50	LT	0.00	10,881.50	50,000.00	0.00	0.00

04/24/2003	02/27/2012	174.52	0.00	31390JSN2	FNMA GTD PASS THRU POOL#647725 6.000000% 05/01/2017 31390JSN2	104,719	1,000	182.76	174.52	LT	0.00	-8.24	182.76	0.00	0.00
08/27/2010	03/15/2012	50,000.00	0.00	527288BC7	LEUCADIA NATL CORP SR NT 7.125000% 3/15/2017 527288BC7 CALLED @ 103.56 03/15/12 MS_15 CC	100,500	103,563	50,250.00	51,781.50	LT	0.00	1,531.50	50,250.00	0.00	0.00
04/24/2003	03/26/2012	88.45	0.00	31390JSN2	FNMA GTD PASS THRU POOL#647725 6.000000% 05/01/2017 31390JSN2	104,719	1,000	90.53	88.45	LT	0.00	-4.08	90.53	0.00	0.00
10/02/2009	04/12/2012	50,000.00	0.00	105340AK9	BRANDYWINE OPER PARTNERSHIP L P 7.500000% 5/15/2015 105340AK9 ML_15	99,750	111,268	49,875.00	55,634.00	LT	0.00	5,759.00	49,875.00	0.00	0.00
11/16/2010	04/12/2012	100,000.00	0.00	125896BG4	CM'S ENERGY CORP SR NT 5.050000% 2/15/2018 125896BG4 FA_15	99,798	106,147	99,798.00	106,147.00	LT	0.00	6,349.00	99,798.00	0.00	0.00
04/24/2003	04/25/2012	261.53	0.00	31390JSN2	FNMA GTD PASS THRU POOL#647725 6.000000% 05/01/2017 31390JSN2	104,719	1,000	273.87	261.53	LT	0.00	-12.34	273.87	0.00	0.00
04/24/2003	05/25/2012	234.58	0.00	31390JSN2	FNMA GTD PASS THRU POOL#647725 6.000000% 05/01/2017 31390JSN2	104,719	1,000	245.65	234.58	LT	0.00	-11.07	245.65	0.00	0.00

04/24/2003	08/25/2012	80 11	0 00	31390JSN2	FNMA GTD PASS THRU POOL#647725 6 000000% 05/01/2017 31390JSN2	104 719	1 000	83 89	80 11	LT	0 00	-3 78	83 89	0 00	0 00
07/21/2010	07/11/2012	100,000 00	0 00	751028AF8	RALCORP HLDGS INC NEW NOTES 4 950000% 8/15/2020 751028AF8	99 840	104 811	99 840 00	104 811 00	LT	0 00	4 971 00	99 840 00	0 00	0 00
11/04/2009	07/11/2012	29,000 00	0 00	410345AE2	FA_15 IANESBRAND S INC SR NT FLT 14 P/C 07/12/12 @ 100 4 11290%12/1 5/2014 410345AE2 JD_15	90 500	100 000	26 245 00	29,000 00	LT	0 00	2,755 00	26 245 00	0 00	0 00
08/19/2010	07/13/2012	50,000 00	0 00	779382ANO	ROWAN COS INC SR NT 5 000000% 9/1/2017 779382ANO MS_01	100 017	108 562	50 008 50	54 281 00	LT	0 00	4 272 50	50 008 50	0 00	0 00
11/24/2010	07/24/2012	25,000 00	0 00	U45942E93	***INTERNATIO NAL FINAN MEDIUM TERM NOTES 8 000000% 9/17/2012 U45942E93	57 774	49 028	14,443 56	12,257 10	LT	0 00	-2,186 46	14 443 56	0 00	0 00
04/24/2003	07/25/2012	87 28	0 00	31390JSN2	FNMA GTD PASS THRU POOL#647725 6 000000% 05/01/2017 31390JSN2	104 719	1 000	91 40	87 28	LT	0 00	-4 12	91 40	0 00	0 00
11/10/2010	07/26/2012	50,000 00	0 00	690368AH8	OVERSEAS SHIPHOLDING GROUP INC SR NT 8 125000% 3/30/2018 690368AH8 MS_30	105 000	54 000	52,500 00	27,000 00	LT	0 00	-25,500 00	52,500 00	0 00	0 00

03/25/2010	07/26/2012	50,000.00	0.00	690368A118	OVERSEAS SHIPHOLDING GROUP INC SR NT 8 12500% 3/30/2018 690368AH8 MS_30	99.500	54.000	49,750.00	27,000.00	LT	0.00	-22,750.00	49,750.00	0.00	0.00
04/24/2003	08/27/2012	293.65	0.00	31390JSN2	FNMA GTD PASS THRU POOL#647725 6 000000% 05/01/2017 31390JSN2	104.719	1.000	307.51	293.65	LT	0.00	-13.86	307.51	0.00	0.00
04/24/2003	09/25/2012	69.34	0.00	31390JSN2	FNMA GTD PASS THRU POOL#647725 6 000000% 05/01/2017 31390JSN2	104.719	1.000	72.61	69.34	LT	0.00	-3.27	72.61	0.00	0.00
11/04/2009	10/17/2012	29,000.00	0.00	410345AE2	HAYESBRAND S INC SR NT FLT 14 4 11290%12/1 5/2014 410345AE2 CALLED @ 100.00 10/17/12 JD_15	99.500	100.000	26,245.00	29,000.00	LT	0.00	2,755.00	26,245.00	0.00	0.00
04/24/2003	10/25/2012	83.79	0.00	31390JSN2	FNMA GTD PASS THRU POOL#647725 6 000000% 05/01/2017 31390JSN2	104.719	1.000	87.74	83.79	LT	0.00	-3.95	87.74	0.00	0.00
LT - TERM TOTAL		676,635.07						661,177.29	638,178.17	LT	0.00	-22,999.12	661,177.29	0.00	0.00
SECTION TOTAL		876,635.07						860,368.29	846,725.17		9,356.00	-22,999.12	860,368.29	0.00	0.00

CASH IN LIEU - NONCOVERED

Purchase Date	Close Date	No. of Shares	Orig. Face	Synbol	Description	Unit Cost	Sale Price	Total Cost	Net Amount	Ind	ST Gain/Loss	LT Gain/Loss	Book Cost	Disc Inc	Cur Gain/Loss
CASH IN	12/07/2011	360		VAC	MARRIOTT VACATIONS WORLDWIDE CORPORATIO N			0.00	360	LT	0.00	360	0.00	0.00	0.00
LIEU - NONCOVERED															
LT - TERM TOTAL		360						0.00	360	LT	0.00	360	0.00	0.00	0.00

SECTION 3 60 0 00 3 60 0 00 0 00 0 00 0 00

TOTAL

Indicators

- ST - Short Term
- LT - Long Term
- WO - Written Option
- SS - Short Sale
- P - Purchase includes option premium
- S - Sale includes option premium
- B - Purchase & sale include option premium

PLEASE CONSULT YOUR TAX ADVISOR REGARDING THE USE OF THIS REPORT.

This supplemental report is provided for informational purposes only. Please refer to your account statements or other information provided by your custodian for the official records of your account(s). This is not a substitute Form 1099 and you should not provide this report to the Internal Revenue Service. This report is not an official tax record for your account. Please contact your custodian with any questions regarding tax reporting information and/or the methodology used to calculate and report associated gain/loss computations.

Pursuant to Treasury regulations effective for the 2011 tax year, your custodian will be sending certain additional information regarding your security sales to the IRS on Form 1099-B. You will receive Form 1099-B from your custodian with information pertaining to security sales. The Form 1099-B may contain additional tax reporting information necessary to complete your tax return. Please see Form 1099-B for disallowed losses due to wash sales (Box 5) and other pertinent information which may not be included in this summary.

The sale of securities acquired prior to January 1, 2011 will be reported on Form 1099-B as noncovered securities and as a result the Form 1099-B sent to you and the IRS will not include any tax cost information.

The tax cost and gain information for the sale of covered securities will be reported to the IRS on Form 1099-B.

LT is the designation for a gain/loss on a security held for more than twelve (12) months.
ST is the designation for a gain/loss on a security held for twelve (12) months or less.

Transactions in this report are not adjusted for the following rules (if applicable):

- Internal Revenue Code
- SECTION 1091 - Wash Sales
- SECTION 1092 - Straddles
- SECTION 1259 - Constructive Sales
- SECTION 852(b)(4) - Mutual Fund (e.g. Closed-End Fund) Transactions

(Losing transactions due to taxable merger involving cash and stock may be reflected differently on the above Capital Gains Schedule and on the Form 1099 you will or have received at the end of the year.)

The cost basis used to determine Gains/Losses as listed in this report for Master Limited Partnerships (MLP), Original Issue Discount (OID), and certain municipal bonds may, however,

been adjusted for reallocated income, gains, losses or return of capital. For master limited partnership (MLP) holdings, please refer to the applicable Schedule K-1 for allocated income, gain, loss, deduction, and credits as well as for information pertaining to gain or loss on disposition.

For securities not purchased through Neuberger Berman but purchased elsewhere and later transferred in, you will need to supply relevant information to your tax advisor. It is your responsibility to ensure the accuracy of this information since Neuberger Berman has no knowledge of such assets cost basis.

Exchange rates used to derive foreign exchange gains and losses may be provided from various outside sources and may not reflect realizable rates. Neuberger Berman does not warrant the accuracy of these sources and is not responsible for inaccuracies. Rates may also be subject to change without notice.

Certain investments, such as Real Estate Investment Trusts commonly known as REITs, pay distributions throughout the year and reallocate these distributions at year-end as all or some of the following: Return of Capital, Short Term Gain, Long Term Gain, and Regular Income. Due to this late reallocation, these entries may be posted to your account in the beginning of the following year resulting in a revised Capital Gains Schedule.

Mortgage-backed factors are updated on the 15th business day of the month.

This report contains information supplied by third parties, including but not limited to the client. This report is based upon information that we consider reliable, but we do not represent that it is accurate or complete, and it should not be relied upon as such. Information contained herein should not be considered legal, tax, investment, financial or other professional advice. Neuberger Berman LLC and its employees do not provide tax or legal advice. You should consult your accountant, tax adviser and/or attorney for advice concerning your particular circumstances.

IRS Circular 230 Disclosure:

Neuberger Berman LLC and its affiliates do not provide tax advice. Accordingly, any discussion of U.S. tax matters contained herein, including any attachments, is not intended or written to be used and cannot be used, by any taxpayer, for the purpose of avoiding U.S. tax related penalties.

Gain & Loss: Realized: 2012

As of 11:12 AM EST, 12/05/2012

LEO ROSNER FOUNDATION, INC.
ATTENTION: WILLIAM D ROBBINS
612-055703-078 AAA
Corp Account / Profit Corporation
\$0.00 (prev. close) / Reserved Select

LEO ROSNER FOUNDATION, INC.
ATTENTION: WILLIAM D ROBBINS
6 WESTWAY
WHITE PLAINS NY 10605-3523
(914) 682-2800 (B)

Morgan Stanley

LONG-TERM GAIN/LOSS

Security	Quantity	Date Acquired	Date Sold	Total Cost (\$)	Adjusted Cost (\$)	Proceeds (\$)	QIL Amount (\$)	Holding Period
Marshall & Mills (oy 5.150 2-22-12) QIL Amount: \$21,209.75	500,000.000	12/01/2008	02/22/2012	478,780.25	478,780.25	500,000.00	21,209.75	long
Long Term Total				\$478,780.25	\$478,780.25	\$500,000.00	\$21,209.75	
Grand Total				\$478,780.25	\$478,780.25	\$500,000.00	\$21,209.75	

This gain and loss information is provided for informational purposes only. It is not a substitute for any other appropriate tax form, and should not be used for tax purposes. Unrealized gain and loss values are estimates and should be independently verified. Morgan Stanley does not provide tax advice. We recommend that you consult your tax advisor to determine the appropriate use of this information. Past performance does not guarantee a similar outcome.

Gain and loss information is calculated based on the offering standards and does not account for each individual client's particular circumstances such as the existence of hedging transactions or securities in a portfolio. Although we make every effort to adjust for tax-related capital changes, we do not adjust the book for all events. Contact your Financial Advisor for additional information on particular questions.

For accounts with Charles Schwab pricing, the commissions paid on your eligible equity and option purchases and sales are applied to the Total Cost (with a possibly small

With respect to estimated gains and losses for fixed equity options, we have taken this at our option to estimate the gain or loss on the exercise of the option. It is not intended to be a substitute for a professional appraisal. We are not responsible for any gain or loss information provided by you or another financial institution. Morgan Stanley is your responsibility to ensure the accuracy of all of the information provided. For details regarding the calculation of the information, please refer to the Morgan Stanley website at www.morganstanley.com.

When there is a "P" next to a transaction, this indicates that you have provided the price history for that transaction. It was not available through Morgan Stanley Smith Barney LLC at the time of the transaction. Page 1 of 1

Realized Gain and Loss**By: Account Tax Status,Holding Term,Asset Class**

	Purch Cost	Adj Cost	Proceeds(\$)	Purch(\$)	Gain/Loss Adj(\$)
Taxable Accounts					
Long Term	98,770	99,825	100,000	1,230	175
Fixed Income	98,770	99,825	100,000	1,230	175
Realized Gain and Loss Total	98,770	99,825	100,000	1,230	175

Total Portfolio Value as of 12/04/12: \$ 3,640,901

Cost information for some tax lots will not be reported to the IRS

This report is not a substitute for your own records and the year-end 1099 form. Cost data and acquisition dates provided by you are not verified by our firm. Our firm does not render legal, accounting or tax advice. Transactions requiring tax considerations should be reviewed carefully with your accountant or tax advisor.

Long-term investment assets are defined as assets that have been held for at least 366 days (more than one year) and may be subject to tax treatment as long-term capital gains. Conversely, short-term investment assets are those that have been held for one year or less and may be subject to tax treatment as short-term capital gains. Miscellaneous indicates insufficient data to determine holding term.

This report contains only positions that were closed since January 1 of the current year.

Adjusted Cost: Cost bases on certain fixed income securities have been adjusted for amortization, if purchased at a premium, or accretion, if purchased at a discount.

This report is not complete without the Understanding Your Portfolio report which contains important terms and definitions.

Westchester County Business Journal

3 Gannett Drive
White Plains, New York 10604

State of New York
County of Westchester

BEVERLY VISOSKY of the City of White Plains,
County of Westchester and State of New York,
being duly sworn deposes and says that she is the
**AUTHORIZED DESIGNEE FOR DOLORES
DELBELLO, PUBLISHER OF THE WESTCHESTER
COUNTY BUSINESS JOURNAL**, a weekly newspaper
published in the City of White Plains, county of
Westchester and State of New York, and that the

Annual Return

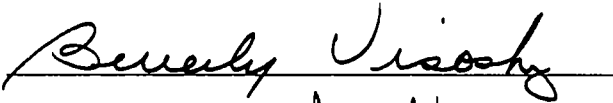
in the matter of the

Leo Rosner Foundation, Inc.

Ad# 58299

a true copy of which is annexed hereto was
regularly published and appeared in said
newspaper one time, to wit on:

November 12, 2012



sworn to before me this 14th day of Nov. 2012

Notary Public Westchester County

ALFRED B. DELBELLO
NOTARY PUBLIC, STATE OF NEW YORK
NO. 60-5968285
QUALIFIED IN WESTCHESTER COUNTY
TERM EXPIRES NOV 30, 2014

The Annual Return of the Leo
Rosner Foundation, Inc. for the
fiscal year ended October 31,
2012 is available at its principal
office located at 6 West Way,
White Plains, New York 10605.
Telephone No. (914) 682-2800 for
inspection during regular business
hours by any citizen who requests
it within 180 days hereof. Principal
manager of the Foundation is
William D. Robbins, Esquire.
Dated: November 2012. #58299

AFFIDAVIT OF PUBLICATION

FROM

The Journal News

CECILIA HERNANDEZ being duly sworn says that he/she is the principal clerk of The Journal News, a newspaper published in the County of Westchester and State of New York, and the notice of which the annexed is a printed copy, was published in the newspaper area(s) on the date(s) below:

Note: the code to the left of the run dates indicates the zone(s) that the ad was published. (See legend below)

ZONE
AC

DATE
01/15/2013

Signed Cecilia Hernandez

Sworn to before me

This 17th day of January 20 13

Jessie L Araujo Dsouza
Notary Public

JESSIE L ARAUJO DSOUZA
Notary Public, State of New York
No 01AR6083528
Qualified in Westchester County
Commission Expires November 18, 2014

Legend:

Northern Area (AN):

Amawalk, Armonk, Baldwin Place, Bedford, Bedford Hills, Briarcliff Manor, Buchanan, Chappaqua, Crompond, Cross River, Croton Falls, Croton on Hudson, Goldens Bridge, Granite Springs, Jefferson Valley, Katonah, Lincolndale, Millwood, Mohegan Lake, Montrose, Mount Kisco, North Salem, Ossining, Peekskill, Pound Ridge, Purdys, Shenorock, Shrub Oak, Somers, South Salem, Verplanck, Waccabuc, Yorktown Heights, Brewster, Carmel, Cold Spring, Garrison, Lake Peekskill, Mahopac, Mahopac Falls, Putnam Valley, Patterson

Central Area (AC):

Ardsley, Ardsley on Hudson, Dobbs Ferry, Elmsford, Greenburg, Harrison, Hartsdale, Hastings, Hastings on Hudson, Hawthorne, Irvington, Larchmont, Mamaroneck, Pleasantville, Port Chester, Purchase, Rye, Scarsdale, Tarrytown, Thornwood, Valhalla, White Plains

Southern Area (AS):

Bronxville, Eastchester, Mount Vernon, New Rochelle, Pelham, Tuckahoe, Yonkers

Greater Westchester (GW or LGW):

Includes Northern area, Southern area and Central area. (See details below each area)

Westchester Rockland (WR):

Includes Greater Westchester area and Rockland area.

Rockland Area (A5 or AR):

Blauvelt, Congers, Garnerville, Haverstraw, Hillburn, Monsey, Nanuet, New City, Nyack, Orangeburg, Palisades, Pearl River, Piermont, Pomona, Sloatsburg, Sparkill, Spring Valley, Stony Point, Suffern, Tallman, Tappan, Thiells, Tomkins Cove, Valley Cottage, West Haverstraw, West Nyack

Express (XPWR):

Amawalk, Ardsley, Armonk, Baldwin Place, Bedford, Bedford Hills, Brewster, Briarcliff Manor, Bronxville, Buchanan, Carmel, Chappaqua, Cold Spring, Cortlandt Manor, Cross River, Croton-on-Hudson, Dobbs Ferry, Eastchester, Elmsford, Garrison, Goldens Bridge, Granite Springs, Harrison, Hartsdale, Hastings, Hawthorne, Irvington, Jefferson Valley, Katonah, Lake Peekskill, Larchmont, Mahopac, Mamaroneck, Millwood, Mohegan Lake, Montrose, Mount Kisco, New Rochelle, North Salem, Ossining, Patterson, Peekskill, Pelham, Pleasantville, Port Chester, Pound Ridge, Purchase, Purdy's, Putnam Valley, Rye, Scarsdale, Shrub Oak, Somers, South Salem, Tarrytown, Thornwood, Tuckahoe, Valhalla, Waccabuc, White Plains, Yorktown Heights, Blauvelt, Congers, Garnerville, Haverstraw, Hillburn, Monsey, Nanuet, New City, Nyack, Orangeburg, Palisades, Pearl River, Piermont, Pomona, Sloatsburg, Sparkill, Spring Valley, Stony Point, Suffern, Tallman, Tappan, Thiells, Tomkins Cove, Valley Cottage, West Haverstraw, West Nyack, Mt. Vernon, Yonkers

AD# 3454872

Ad Number	Size	Start Date	End Date
3454872	16	1/15/2013	01/15/2013

Run dates: 01/15

Ad Text:

The Annual Return of the Leo Rosner Foundation, Inc. for the fiscal year ended October 31, 2012 is available at its principal office located at 6 West Way, White Plains, New York 10605, Telephone No. (914) 682-2800 for inspection during regular business hours by any citizen who requests it within 180 days hereof. Principal manager of the Foundation is: William D. Robbins, Esquire
Dated: November 2012