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

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
ROBERT AND MARJORIE ALPERN FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
184 COUNTY HIGHWAY 52

City or town, state, and ZIP code
COOPERSTOWN, NY 13326

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 foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 2,035,189.** (Part I, column (d) must be on cash basis)

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

A Employer identification number
38-6162747

B Telephone number
607-437-0206

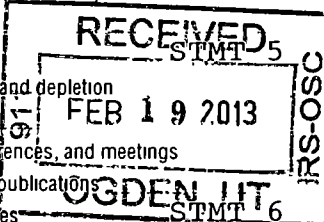
C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	88.	88.	88.	STATEMENT 1
	4 Dividends and interest from securities	63,626.	63,626.	63,626.	STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	23,283.			
	b Gross sales price for all assets on line 6a	419,596.			
	7 Capital gain net income (from Part IV, line 2)		23,283.		
	8 Net short-term capital gain			N/A	
	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	86,997.	86,997.	63,714.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	16,800.	8,400.	0.	8,400.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	2,860.	1,430.	0.	1,430.
	c Other professional fees STMT 4	14,551.	14,551.	0.	0.
	17 Interest				
	18 Taxes	2,234.	2,234.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	5.	5.	0.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23	36,450.	26,620.	0.	9,830.
	25 Contributions, gifts, grants paid	40,840.			40,840.
26 Total expenses and disbursements. Add lines 24 and 25	77,290.	26,620.	0.	50,670.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	9,707.				
b Net investment income (if negative, enter -0-)		60,377.			
c Adjusted net income (if negative, enter -0-)			63,714.		



Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	14,195.	42,612.	42,612.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	1,793,027.	1,774,798.	1,992,577.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	1,807,222.	1,817,410.	2,035,189.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	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.	
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	1,807,222.	1,807,222.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	10,188.	
	30 Total net assets or fund balances	1,807,222.	1,817,410.	
Total liabilities and net assets/fund balances	31	1,807,222.	1,817,410.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,807,222.
2 Enter amount from Part I, line 27a	2	9,707.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	481.
4 Add lines 1, 2, and 3	4	1,817,410.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,817,410.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a SEE SCHEDULE ATTACHED	P		
b SEE SCHEDULE ATTACHED	P		
c CAPITAL GAINS DIVIDENDS			
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 72,555.		74,820.	<2,265.>
b 335,975.		321,493.	14,482.
c 11,066.			11,066.
d			
e			

(i) FMV 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			<2,265.>
b			14,482.
c			11,066.
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	23,283.
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	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 </div>	3	<2,265.>

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	286,362.	2,104,198.	.136091
2009	1,454,914.	2,601,711.	.559214
2008	59,482.	1,017,253.	.058473
2007	73,654.	659,145.	.111742
2006	91,381.	806,441.	.113314

2 Total of line 1, column (d)	2	.978834
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	.195767
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,944,280.
5 Multiply line 4 by line 3	5	380,626.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	604.
7 Add lines 5 and 6	7	381,230.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	50,670.

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 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	1	1,208.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input 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)	3	1,208.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
3	Add lines 1 and 2	5	1,208.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	6a	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	6b	
6	Credits/Payments	6c	
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6d	
b	Exempt foreign organizations - tax withheld at source	7	0.
c	Tax paid with application for extension of time to file (Form 8868)	8	
d	Backup withholding erroneously withheld	9	1,208.
7	Total credits and payments. Add lines 6a through 6d	10	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	11	
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. 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?		X
1b 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		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
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		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) MI		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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 ► N/A	13	X	
14	The books are in care of ► KATHRYN LENTER Telephone no ► 248 357-7820 Located at ► 25505 W. TWELVE MILE RD. #1000, SOUTHFIELD, MI ZIP+4 ► 48034			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
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?	<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 type="checkbox"/> Yes <input checked="" 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	N/A	1b
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? 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)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

Organizations relying on a current notice regarding disaster assistance check here

► ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No

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

N/A

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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
NANCY LEVIN 2055 WEST BEND CT BLOOMFIELD HILLS, MI 48302	CO-TRUSTEE 5.00	3,000.	0.	0.
WAYNE ALPERN 450 WEST END AVE APT #C NEW YORK, NY 10024	CO-TRUSTEE 5.00	7,500.	0.	0.
HARLAN ALPERN 184 COUNTY HWY 52 COOPERSTOWN, NY 13326	CO-TRUSTEE 6.00	6,300.	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	1,941,125.
b	Average of monthly cash balances	1b	32,763.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,973,888.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,973,888.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	29,608.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,944,280.
6	Minimum investment return. Enter 5% of line 5	6	97,214.

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	97,214.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,208.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,208.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	96,006.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	96,006.
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	96,006.

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	50,670.
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	50,670.
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	50,670.

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				96,006.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006	53,770.			
b From 2007	40,742.			
c From 2008	8,782.			
d From 2009	1,327,996.			
e From 2010	183,077.			
f Total of lines 3a through e	1,614,367.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$	50,670.			
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				50,670.
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))	45,336.			45,336.
6 Enter the net total of each column as indicated below	1,569,031.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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	8,434.			
9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a	1,560,597.			
10 Analysis of line 9				
a Excess from 2007	40,742.			
b Excess from 2008	8,782.			
c Excess from 2009	1,327,996.			
d Excess from 2010	183,077.			
e Excess from 2011				

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ALL CONTRIBUTORS LISTED WERE PAID TO EXEMPT ORGANIZATIONS		PUBLICLY SUPPORTED CHARITIES	EXEMPT PURPOSE	40,840.
Total			3a	40,840.
b Approved for future payment				
NONE				
Total			3b	0.

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.

▶✓ Harlan Osborn

2/12/13

► Trustee

Signature of officer or trustee

Date _____

Title

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

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☒ self-employed

PTIN	
------	--

KATHRYN LENTER, CPA

Kathryn Centre

216113

P01405352

Firm's name ► KATHRYN LENTER, C.P.A.

Firm's EIN ▶ 62-1780471

Firm's address ▶ 25505 W. TWELVE MILE RD, STE 1000
SOUTHFIELD, MI 48034

Phone no (248) 357-7820

Form **990-PF** (2011)

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

SOURCE	AMOUNT
SCHWAB	88.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	88.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SCHWAB	74,692.	11,066.	63,626.
TOTAL TO FM 990-PF, PART I, LN 4	74,692.	11,066.	63,626.

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	2,860.	1,430.	0.	1,430.
TO FORM 990-PF, PG 1, LN 16B	2,860.	1,430.	0.	1,430.

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 MANAGER	14,551.	14,551.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	14,551.	14,551.	0.	0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAXES	2,234.	2,234.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	2,234.	2,234.	0.	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	
BANK CHARGES	5.	5.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	5.	5.	0.	0.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	7
DESCRIPTION	AMOUNT				
ADJUSTMENT TO <i>Cost of Securities</i>	481.				
TOTAL TO FORM 990-PF, PART III, LINE 3	481.				

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
	1,774,798.	1,992,577.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,774,798.	1,992,577.		

Charitable Contributions

11/01/2011 through 10/31/2012

02/03/2013

Page 1

Date	Description	Amount
Angel Network Charity	Community Foundation of Northern VA	-300.00
04/18/2012	Angel Network Charity 6853 Greensboro Dr McLean, VA 22103	-300 00
AWSNA	38 Main Street	-500.00
02/10/2012	AWSNA Crutham, NY 13037	-500 00
Ballet X	265 South Broad Street	-100.00
01/03/2012	Ballet X Philadelphia, PA 19107	-100 00
Bassett Healthcare Physical Therapy Dept	1 Atwell Rd	-1,000.00
12/20/2011	Bassett Healthcare Physical Therapy Dept Cooperstown, NY 13326	-1,000 00
Birmingham Bloomfield Chai Ctr	P.O. Box 1894	-180.00
09/20/2012	Birmingham Bloomfield Chai Ctr Birmingham, MI 48012	-180 00
Birmingham Temple	28611 W. Twelve Mile Rd	-1,150.00
01/10/2012	Birmingham Temple Farmington Hills, MI 48334	-1,150 00
C. S. Mott Children's Comfort Fund	300 N. Freecalls, Room NJ4D06	-500.00
09/20/2012	C. S. Mott Children's Comfort Fund Ann Arbor, MI 48109-5475	-500 00
Chakgyur Lingra Foundation	Cooperstown, NY	-1,700.00
01/02/2012	Chakgyur Lingra Foundation	-1,200 00
05/18/2012	Chakgyur Lingra Foundation	-500 00
Children's Art Village	Santa Monica, CA	-1,725.00
02/22/2012	Children's Art Village	-2,500 00
02/23/2012	Children's Art Village	-175 00
07/09/2012	Children's Art Village	950 00
Christ Church Of Cooperstown	46 Thruway Street	-100.00
06/14/2012	Christ Church Of Cooperstown Cooperstown, NY 13326	-100 00
Cooperstown Art Association	22 Main Street	-200.00
05/02/2012	Cooperstown Art Association Cooperstown, NY 13326	-200 00
Cooperstown Fire Department Fund	P.O. Box 1	-100.00
12/20/2011	Cooperstown Fire Department Fund Cooperstown, NY 13326	-100 00
Copperstown Art Association	22 Main Street	-500.00
12/20/2011	Copperstown Art Association Cooperstown, NY 13326	-500 00
Copperstown Food Bank	25 Church St.	-1,000.00
12/20/2011	Copperstown Food Bank Cooperstown, NY 13326	-1,000 00
Cranbrook Educational Community	39221 Woodward Ave	-1,000.00
06/21/2012	Cranbrook Educational Community P.O. Box 801 Bloomfield Hills, MI 48303	-1,000 00
Cranbrook Schools	39221 Woodward Ave	-1,000.00
01/13/2012	Cranbrook Schools P.O. Box 801 Bloomfield Hills, MI 48303	-1,000 00
Deb Ra Of America	16 East 112 Street	-50.00
02/18/2012	Deb Ra Of America 3rd Floor New York, NY 10017	-50 00
Detroit Public TV		-155.00
03/15/2012	Detroit Public TV Puley Broad east Center	-150 00
04/19/2012	Detroit Public TV 1 Clover Ct Livonia, MI 48333	-5 00
Doerenbecher Children's Hospital	1121 S.W. Salmon St Ste 100	-1,500.00
11/23/2011	Doerenbecher Children's Hospital Portland, OR 97205-2021	-1,500 00
Eisenhower Dance Center	20300 Civic Center Dr	-200.00
05/09/2012	Eisenhower Dance Center Ste 100 Southfield, MI 48076	-200 00
Friend Of Cooperstown Music & Arts	39 Linden Ave	-100.00
12/24/2011	Friend Of Cooperstown Music & Arts Cooperstown, NY 13326	-100 00
Jewish Community Center	6400 W. 11 Mile Rd	-360.00
11/09/2011	Jewish Community Center West Bloomfield, MI 48322	-360 00
Jewish Federation Of Metropolitan Detroit	6735 Telegraph Rd	-250.00
10/22/2012	Jewish Federation Of Metropolitan Detroit Bloomfield Hills, MI 48301	-250 00
Jones Foundation	16666 Connecticut Ave NW	-100.00
01/03/2012	Jones Foundation Ste 200 Washington, DC 20009	-100 00
KAT Rescue Center	62 Gorton Ave	-300.00
12/20/2011	KAT Rescue Center Milton, NY 14468	-300 00

Charitable Contributions

11/01/2011 through 10/31/2012

02/03/2013

Page 2

Date	Description	Amount
Kids Kicing Cancer	P.O. Box 103106	-250.00
07/24/2012	Kids Kicing Cancer New Orleans, LA 70181	-250.00
M.S. Society	733 Third Ave	-20.00
05/25/2012	M S Society 3rd Floor NY, NY 10017	-20.00
Make a Wish Foundation	4742 N 24th St, Ste 400	-400.00
07/23/2012	Make a Wish Foundation Phoenix, AZ 85016-4862	-400.00
Mannes College Of Music	66 West 12th St	-11,000.00
01/18/2012	Mannes College Of Music New York, NY 10011	-11,000.00
Memorial Sloan Kettering	P.O. Box 87106	-500.00
07/10/2012	Memorial Sloan Kettering New York, NY 10087	-500.00
Michele Brangwen Dance Ensemble	P.O. Box 130903	-100.00
01/03/2012	Michele Brangwen Dance Ensemble Houston, TX 77219	-100.00
Miles Levin Nepal Foundation	2035 Bayview	450.00
02/14/2012	Miles Levin Nepal Foundation West Bloomfield, MI 48323	450.00
NYS Historical Association	P.O. Box 800	-250.00
08/13/2012	NYS Historical Association Cooperstown, NY 13326	-250.00
Oakland Steiner School	3976 S. Laverne St	-100.00
09/20/2012	Oakland Steiner School Rochester Hills, MI 48307	-100.00
Otsego County Conservation Association	7093 St. Hwy 80	-200.00
01/02/2012	Otsego County Conservation Association P.O. Box 931 Cooperstown, NY 13326	-200.00
Otsego Manor Skilled Nursing Home	128 Phoenix Hills Corporate	-4,000.00
01/09/2012	Otsego Manor Skilled Nursing Home Cooperstown, NY 13326	-4,000.00
Ripple Effects Artist	New York, NY	-30.00
05/31/2012	Ripple Effects Artist	-30.00
Salvation Army	105 Main St	-250.00
12/20/2011	Salvation Army Oneonta, NY 13850	-250.00
SEVA Foundation	1786 Fifth Street	-1,000.00
01/02/2012	SEVA Foundation Berkeley, CA 94710	-1,000.00
Smithy Pioneer Gallery	55 Pioneer Street	-1,000.00
12/20/2011	Smithy Pioneer Gallery Cooperstown, NY 13326	-1,000.00
St. Baldrick's	1333 South Main Street, Ste 400	-75.00
03/15/2012	St Baldrick's Monrovia, CA 91016	-75.00
State University Of New York At Oneonta	108 Thruway Parkway	-2,000.00
12/20/2011	State University Of New York At Oneonta Oneonta, NY 13850	-1,000.00
04/29/2012	State University Of New York At Oneonta	-1,000.00
Susquehanna SPCA	4841 State Highway 28	-300.00
12/20/2011	Susquehanna SPCA Cooperstown, NY 13326	-300.00
Thirteen	825 Eighth Ave	-200.00
07/18/2012	Thirteen New York, NY 10019	-200.00
Village Library Of Cooperstown NY	22 Main Street	-600.00
11/22/2011	Village Library Of Cooperstown NY Cooperstown, NY 13326	-600.00
WCNY Television Syracuse	506 Old Liverpool Rd	-400.00
12/20/2011	WCNY Television Syracuse P.O. Box 2400	-200.00
10/02/2012	WCNY Television Syracuse Syracuse, NY 13220-2400	-200.00
WNET	825 Eighth Ave	-100.00
01/03/2012	WNET New York, NY 10019	-100.00
WQXR	P.O. Box 1550	-262.00
11/10/2011	WQXR New York, NY 10116-1550	-150.00
07/04/2012	WQXR	-112.00

OVERALL TOTAL

-36,657.00

Philadelphia Community Fdn 1234 Market St, Ste 1800 41,183.00
 Philadelphia, PA 19107 40,840.00

Plante Moran Financial Advisors
REALIZED GAINS AND LOSSES
Robert and Marjorie Alpern Foundation

Charles Schwab #XXXX8173
 From 11-01-11 Through 10-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
07-21-11	02-27-12	19 6530	BlackRock Global Allocation Instl	400		388	-12	
12-19-11	02-27-12	27 4200	BlackRock Global Allocation Instl	488		541	53	
12-19-11	02-27-12	24 5210	BlackRock Global Allocation Instl	436		484	48	
		71 5840		1,323		1,412	89	0
02-29-12	06-20-12	35 5340	JPMorgan High Yield Select	281		279	-2	
03-30-12	06-20-12	2,508.9950	JPMorgan High Yield Select	19,796		19,721	-75	
		2,544 5280		20,077		20,000	-77	0
06-30-11	06-20-12	8 0680	JPMorgan Strategic Income Opps Sel	96		93	-3	
07-29-11	06-20-12	9 2540	JPMorgan Strategic Income Opps Sel	109		107	-2	
08-31-11	06-20-12	8 3230	JPMorgan Strategic Income Opps Sel	97		96	0	
10-31-11	06-20-12	11 0230	JPMorgan Strategic Income Opps Sel	128		128	0	
		36 6680		430		425	-5	0
07-29-11	12-19-11	28 7890	PIMCO Total Return Instl	320		314	-6	
05-31-11	12-19-11	25 4650	PIMCO Total Return Instl	282		278	-4	
04-29-11	12-19-11	25 3150	PIMCO Total Return Instl	279		276	-3	
08-31-11	12-19-11	27 2600	PIMCO Total Return Instl	300		297	-3	
08-17-11	12-19-11	1,726.3520	PIMCO Total Return Instl	18,997		18,825	-172	
		1,833 1610		20,178		19,990	-188	0
07-15-11	06-20-12	14 9990	Templeton Global Bond Adv	208		190	-18	

Your cost accounting for income tax purposes may differ from this report. See your tax advisor.

Plante Moran Financial Advisors
REALIZED GAINS AND LOSSES
Robert and Marjorie Alpern Foundation
FBO Harlan Alpern
Charles Schwab #XXXX8173
From 11-01-11 Through 10-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Gain Or Loss	
						Short Term	Long Term
08-15-11	06-20-12	15.1930	Templeton Global Bond Adv	208		192	-18
09-15-11	06-20-12	15.7050	Templeton Global Bond Adv	208		199	-10
02-15-12	06-20-12	16.5150	Templeton Global Bond Adv	217		209	-8
10-17-11	06-20-12	16.1380	Templeton Global Bond Adv	209		204	-5
11-15-11	08-20-12	16.3880	Templeton Global Bond Adv	210		207	-3
		94.9180		1,259		1,200	-59
							0
TOTAL SHORT-TERM				43,266		43,027	-241
01-04-11	03-30-12	353.0000	ALPS Alerian MLP ETF	5,867		5,847	180
01-04-11	03-30-12	1,147.0000	ALPS Alerian MLP ETF	18,415		18,000	585
01-04-11	03-30-12	370.0000	ALPS Alerian MLP ETF	5,940		6,129	189
		1,870.0000		30,022		30,976	954
02-22-11	02-27-12	1,506.0270	BlackRock Global Allocation Instl	30,000		29,707	-293
12-20-10	02-27-12	7.0120	BlackRock Global Allocation Instl	134		138	4
07-22-10	02-27-12	3.0590	BlackRock Global Allocation Instl	54		60	6
08-02-09	02-27-12	692.0690	BlackRock Global Allocation Instl	11,671		13,651	1,981
		2,208.1670		41,860		43,557	1,698
02-22-11	08-20-12	1,659.8840	JPMorgan Strategic Income Opps Sel	20,000		19,230	-770
04-28-11	08-20-12	8.6930	JPMorgan Strategic Income Opps Sel	104		101	-4
02-28-11	08-20-12	9.0250	JPMorgan Strategic Income Opps Sel	108		105	-4

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Plante Moran Financial Advisors
REALIZED GAINS AND LOSSES
Robert and Marjorie Alpern Foundation
FBO Harlan Alpern
Charles Schwab #XXXX8173
From 11-01-11 Through 10-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
05-31-11	08-20-12	8.7320	JPMorgan Strategic Income Opps Sel	105		101		-4
03-31-11	08-20-12	9.0670	JPMorgan Strategic Income Opps Sel	109		105		-4
01-31-11	08-20-12	6.0420	JPMorgan Strategic Income Opps Sel	72		70		-2
08-27-10	06-20-12	418.9210	JPMorgan Strategic Income Opps Sel	4,882		4,853		-29
		<u>2,120.3640</u>		<u>25,380</u>		<u>24,565</u>	<u>0</u>	<u>-815</u>
04-15-11	08-20-12	7.0780	Templeton Global Bond Adv	88		89		-9
08-15-11	08-20-12	7.1770	Templeton Global Bond Adv	89		91		-8
05-16-11	08-20-12	7.1840	Templeton Global Bond Adv	89		91		-8
08-17-11	08-20-12	1,089.4140	Templeton Global Bond Adv	14,688		13,519		-1,169
		<u>1,090.8530</u>		<u>14,984</u>		<u>13,790</u>	<u>0</u>	<u>-1,194</u>
TOTAL LONG-TERM				112,246		112,889		643
TOTAL REALIZED GAIN/LOSS		402		165,514	0	165,916	-241	643

Agreed

Your cost accounting for income tax purposes may differ from this report. See your tax advisor.

Plante Moran Financial Advisors
REALIZED GAINS AND LOSSES
Robert and Marjorie Alpern Foundation

Charles Schwab #XXXX9368
 From 11-01-11 Through 10-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
07-21-11	02-27-12	6.2480	BlackRock Global Allocation Instl	127		123	-4	
12-19-11	02-27-12	8.7190	BlackRock Global Allocation Instl	155		172	17	
12-19-11	02-27-12	7.7970	BlackRock Global Allocation Instl	139		154	15	
		22.7850		421		449	28	0
12-18-11	08-28-12	2.3340	Credit Suisse Commodity Ret Strat Instl	19		18	-1	
08-30-11	08-28-12	11.7210	JPMorgan Strategic Income Opps Sel	140		136	-4	
07-29-11	08-28-12	13.4450	JPMorgan Strategic Income Opps Sel	159		156	-3	
08-31-11	08-28-12	12.0910	JPMorgan Strategic Income Opps Sel	140		140	0	
		37.2570		439		432	-7	0
12-14-10	11-28-11	17.8460	T Rowe Price Mid-Cap Growth	1,036		997	-40	
TOTAL SHORT-TERM				1,916		1,896	-20	
12-20-10	02-27-12	7.0120	BlackRock Global Allocation Instl	134		138		4
07-22-10	02-27-12	3.0590	BlackRock Global Allocation Instl	54		60		8

Your cost accounting for income tax purposes may differ from this report. See your tax advisor.

Plante Moran Financial Advisors
REALIZED GAINS AND LOSSES
Robert and Marjorie Alpern Foundation
FBO Nancy Levin
Charles Schwab #XXXX9368
From 11-01-11 Through 10-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
08-02-09	02-27-12	692.0690	BlackRock Global Allocation Instl	11,671		13,845		1,974
		702.1400		11,860		13,844	0	1,984
12-21-10	06-26-12	7.1190	Credit Suisse Commodity Ret Strat Instl	65		54		-11
12-18-10	06-26-12	99.2970	Credit Suisse Commodity Ret Strat Instl	881		753		-128
08-18-09	08-26-12	814.7330	Credit Suisse Commodity Ret Strat Instl	8,738		6,176		-562
		921.1490		7,683		6,982	0	-701
08-27-10	08-26-12	1,365.4280	JPMorgan Strategic Income Opps Sel	15,912		15,821		-91
04-29-11	08-26-12	12.6290	JPMorgan Strategic Income Opps Sel	152		146		-5
02-28-11	08-26-12	9.9980	JPMorgan Strategic Income Opps Sel	120		118		-4
03-30-11	08-26-12	1,498.1670	JPMorgan Strategic Income Opps Sel	18,000		17,370		-630
05-31-11	06-28-12	12.6860	JPMorgan Strategic Income Opps Sel	152		147		-5
03-31-11	08-28-12	13.1720	JPMorgan Strategic Income Opps Sel	158		153		-5
01-31-11	06-28-12	10.8450	JPMorgan Strategic Income Opps Sel	129		126		-4
12-31-10	08-28-12	13.7320	JPMorgan Strategic Income Opps Sel	162		159		-3
10-29-10	08-26-12	12.4480	JPMorgan Strategic Income Opps Sel	147		144		-3

Your cost accounting for income tax purposes may differ from this report. See your tax advisor

Plante Moran Financial Advisors
REALIZED GAINS AND LOSSES
Robert and Marjorie Alpern Foundation
FBO Nancy Levin
Charles Schwab #XXXX9368
 From 11-01-11 Through 10-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
12-14-10	08-28-12	4 5630	JPMorgan Strategic Income Opps Sel	54		53		-1
11-30-10	08-28-12	14 9970	JPMorgan Strategic Income Opps Sel	178		174		-2
09-30-10	08-28-12	12 9230	JPMorgan Strategic Income Opps Sel	151		150		-2
		<u>2,982.5880</u>		<u>35,314</u>		<u>34,558</u>	<u>0</u>	<u>-755</u>
08-18-09	11-28-11	71 5040	T. Rowe Price Mid-Cap Growth	2,944		3,993		1,049
08-18-09	02-10-12	182 5930	Touchstone Sands Capital Inst Gr	1,640		2,990		1,350
03-24-11	08-28-12	3 2900	Vanguard 500 Index Signal	328		330		2
08-23-11	08-28-12	3 0550	Vanguard 500 Index Signal	298		306		8
12-23-10	06-26-12	3 3670	Vanguard 500 Index Signal	322		338		16
09-23-10	08-28-12	3 9220	Vanguard 500 Index Signal	335		393		58
08-28-10	06-26-12	3 8780	Vanguard 500 Index Signal	317		389		72
08-18-09	08-28-12	52 1670	Vanguard 500 Index Signal	3,944		5,233		1,290
		<u>89,6790</u>		<u>5,544</u>		<u>6,990</u>	<u>0</u>	<u>1,446</u>
TOTAL LONG-TERM				64,985		69,368		4,373
TOTAL REALIZED GAIN/LOSS				68,898	0	71,252	-20	4,373

Agree

Your cost accounting for income tax purposes may differ from this report. See your tax advisor

Plante Moran Financial Advisors
REALIZED GAINS AND LOSSES
Robert and Marjorie Alpern Foundation

Charles Schwab #XXXX2213
From 11-01-11 Through 10-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Gain Or Loss	
						Short Term	Long Term
07-21-11	12-15-11	8 0820	BlackRock Global Allocation Instl	124		111	-13
12-20-10	12-15-11	8 8240	BlackRock Global Allocation Instl	131		125	-6
07-25-11	02-27-12	2 2990	BlackRock Global Allocation Instl	48		45	0
07-25-11	02-27-12	3 7830	BlackRock Global Allocation Instl	75		75	-1
		18 9880		375		356	-19
12-21-10	12-15-11	9 1010	Credit Suisse Commodity Ret Strat Instl	83		72	-10
12-18-10	12-15-11	126 9480	Credit Suisse Commodity Ret Strat Instl	1,126		1,008	-118
		136 0490		1,209		1,080	-128
12-14-11	12-15-11	0 8850	CRM Small Cap Value Instl	15		15	0
12-14-11	12-15-11	50 8950	CRM Small Cap Value Instl	862		870	8
12-14-11	12-15-11	0 6880	CRM Small Cap Value Instl	12		12	0
		52 4490		886		886	8
01-10-11	12-15-11	412 3380	Harding Loevner Instl Emerging Markets	7,000		5,767	-1,233
02-28-12	03-20-12	28 7300	JPMorgan High Yield Select	228		228	0
10-31-11	03-20-12	28 3640	JPMorgan High Yield Select	223		225	2
01-31-12	03-20-12	27 0400	JPMorgan High Yield Select	211		214	3
10-20-11	03-20-12	610 3100	JPMorgan High Yield Select	4,687		4,834	148
		694 4440		5,348		5,500	152
							0

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Plante Moran Financial Advisors
REALIZED GAINS AND LOSSES
Robert and Marjorie Alpern Foundation
FBO Wayne Alpern
Charles Schwab #XXXX2213
From 11-01-11 Through 10-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
06-30-11	06-26-12	11.2560	JPMorgan Strategic Income Opps Sel	134		130	-4	
07-29-11	08-26-12	12.9120	JPMorgan Strategic Income Opps Sel	153		150	-3	
08-31-11	08-26-12	11.6120	JPMorgan Strategic Income Opps Sel	135		135	0	
		<u>35.7800</u>		<u>422</u>		<u>415</u>	<u>-7</u>	<u>0</u>
03-30-11	12-15-11	1.4790	MainStay ICAP Select Equity	55		48	-7	
06-29-11	12-15-11	4.7370	MainStay ICAP Select Equity	172		155	-17	
12-07-11	12-15-11	4.5320	MainStay ICAP Select Equity	153		148	-5	
		<u>10.7480</u>		<u>380</u>		<u>352</u>	<u>-28</u>	<u>0</u>
07-15-11	06-26-12	9.3930	Templeton Global Bond Adv	130		118	-12	
08-15-11	06-26-12	9.5140	Templeton Global Bond Adv	130		120	-11	
09-15-11	06-26-12	9.8340	Templeton Global Bond Adv	130		124	-7	
02-15-12	06-26-12	10.3420	Templeton Global Bond Adv	136		130	-6	
10-17-11	06-26-12	10.1070	Templeton Global Bond Adv	131		127	-4	
11-15-11	06-26-12	10.2510	Templeton Global Bond Adv	131		129	-2	
01-17-12	06-26-12	10.7250	Templeton Global Bond Adv	135		135	0	
		<u>70.1660</u>		<u>924</u>		<u>883</u>	<u>-41</u>	<u>0</u>
03-24-11	12-15-11	2.7950	Vanguard 500 Index Signal	278		260	-19	
08-22-11	12-15-11	121.8740	Vanguard 500 Index Signal	12,000		11,325	-675	
08-23-11	12-15-11	3.6370	Vanguard 500 Index Signal	355		338	-17	
12-23-10	12-15-11	2.8610	Vanguard 500 Index Signal	273		266	-8	
		<u>131.1670</u>		<u>12,907</u>		<u>12,188</u>	<u>-719</u>	<u>0</u>

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FBO Wayne Alpern
Charles Schwab #XXXX2213
From 11-01-11 Through 10-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
TOTAL SHORT-TERM							27,438	-2,016
07-22-10	12-15-11	2.9770	BlackRock Global Allocation Instl	29,453	53	54		2
09-02-09	12-15-11	366.2130	BlackRock Global Allocation Instl	6,176		6,698		524
12-24-10	02-27-12	1.0840	BlackRock Global Allocation Instl	20		21		1
09-02-09	02-27-12	307.3700	BlackRock Global Allocation Instl	5,183		6,055		871
				11,432		12,830	0	1,398
08-18-09	12-15-11	648.6240	Columbia International Value Z	8,619		7,915		-705
08-17-10	12-15-11	10.3980	Columbia International Value Z	134		127		-7
				8,753		8,042	0	-712
04-28-10	12-15-11	393.1670	Credit Suisse Commodity Ret Strat Instl	3,267		3,122		-145
08-18-09	12-15-11	100.5070	Credit Suisse Commodity Ret Strat Instl	831		798		-33
12-22-10	06-26-12	2.0150	Credit Suisse Commodity Ret Strat Instl	18		15		-3
08-18-09	06-26-12	657.6160	Credit Suisse Commodity Ret Strat Instl	5,438		4,985		-454
				9,555		8,920	0	-635
09-02-09	12-15-11	284.8610	CRM Small Cap Value Instl	4,462		4,526		64

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From 11-01-11 Through 10-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
08-27-10	08-28-12	2,049.8380	JPMorgan Strategic Income Opps Sel	23,887		23,752		-135
04-29-11	08-28-12	12.1290	JPMorgan Strategic Income Opps Sel	146		141		-5
02-28-11	06-26-12	9.9980	JPMorgan Strategic Income Opps Sel	120		116		-4
03-02-11	06-26-12	1,248.1670	JPMorgan Strategic Income Opps Sel	15,000		14,474		-526
05-31-11	08-28-12	12.1830	JPMorgan Strategic Income Opps Sel	146		141		-5
03-31-11	08-28-12	12.6500	JPMorgan Strategic Income Opps Sel	152		147		-5
01-31-11	08-28-12	10.8450	JPMorgan Strategic Income Opps Sel	128		126		-4
12-31-10	06-26-12	13.7320	JPMorgan Strategic Income Opps Sel	162		159		-3
10-29-10	06-26-12	12.4480	JPMorgan Strategic Income Opps Sel	147		144		-3
12-14-10	06-26-12	4.5630	JPMorgan Strategic Income Opps Sel	54		53		-1
11-30-10	08-28-12	14.9970	JPMorgan Strategic Income Opps Sel	176		174		-2
09-30-10	08-28-12	12.9230	JPMorgan Strategic Income Opps Sel	151		150		-2
		<u>3,415.4710</u>		<u>40,271</u>		<u>39,575</u>	<u>0</u>	<u>-895</u>
12-13-10	12-15-11	2.2300	MainStay ICAP Select Equity	77		73		-4
03-30-10	12-15-11	1.2360	MainStay ICAP Select Equity	40		40		0

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REALIZED GAINS AND LOSSES
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FBO Wayne Alpern
Charles Schwab #XXXX2213
From 11-01-11 Through 10-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
09-29-10	12-15-11	1.7850	MainStay ICAP Select Equity	58		58		1
08-29-10	12-15-11	4.0020	MainStay ICAP Select Equity	117		131		14
08-18-09	12-15-11	285.6420	MainStay ICAP Select Equity	7,912		8,348		1,434
		<u>294.8750</u>		<u>8,203</u>		<u>8,648</u>	<u>0</u>	<u>1,445</u>
09-27-10	12-15-11	52.0000	SPDR Gold Shares	6,589		7,970		1,381
12-14-10	12-15-11	17.0820	T Rowe Price Mid-Cap Growth	892		889		-123
09-01-09	12-15-11	159.6660	T Rowe Price Mid-Cap Growth	6,623		8,121		1,498
		<u>176.7480</u>		<u>7,615</u>		<u>8,990</u>	<u>0</u>	<u>1,375</u>
04-15-11	06-26-12	7.8060	Templeton Global Bond Adv	105		98		-10
08-22-11	06-26-12	434.3730	Templeton Global Bond Adv	6,000		5,483		-537
08-15-11	06-26-12	7.7130	Templeton Global Bond Adv	106		97		-8
05-18-11	06-26-12	7.7210	Templeton Global Bond Adv	106		97		-9
03-02-11	06-26-12	268.7020	Templeton Global Bond Adv	3,523		3,354		-269
		<u>724.1150</u>		<u>8,941</u>		<u>9,107</u>	<u>0</u>	<u>-834</u>
08-18-09	12-15-11	579.2900	Touchstone Sands Capital Inst Gr	5,203		7,990		2,787
09-23-10	12-15-11	3.3330	Vanguard 500 Index Signal	285		310		25
08-28-10	12-15-11	3.2950	Vanguard 500 Index Signal	289		308		37
08-18-08	12-15-11	206.4760	Vanguard 500 Index Signal	15,608		19,188		3,578
		<u>213.1040</u>		<u>16,163</u>		<u>19,802</u>	<u>0</u>	<u>3,639</u>

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REALIZED GAINS AND LOSSES
Robert and Marjorie Alpern Foundation
FBO Wayne Alpern
Charles Schwab #XXXX2213
From 11-01-11 Through 10-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
TOTAL LONG-TERM							137,401	9,213
TOTAL REALIZED GAIN/LOSS							164,837 7	-2,016 9,213

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Alpern Foundation

Account closed During Fiscal year

Alpern Gains:

16.85 Sh Pimco Unconstrained Bond	Cost 184	Purchased Various	Proceeds 196	9/27/12	Short term	= 12
974.826 sh Pimco Uncon Bond	Cost 11074	Purchased Various	Proceeds 11327	9/27/12	Long Term	= 253
Israel Bond	Cost 5000	2/26/09	Proceeds 5000	9/25/12		= 0
						<u>265</u>

Total Cost = 16,258

Total Proceeds = 16,523

265

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