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

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

2011

For calendar year 2011 or tax year beginning 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)

184 COUNTY HIGHWAY 52

A Employer identification number

38-6162747

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)

J Accounting method

Cash

Accrual

► \$ 2,035,189.

(Part I, column (d) must be on cash basis)

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)
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				
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.	
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.
c	Other professional fees	STMT 4	14,551.	14,551.	0.
17	Interest	RECEIVED			
18	Taxes	STMT 5	2,234.	2,234.	0.
19	Depreciation and depletion				
20	Occupancy	11			
21	Travel, conferences, and meetings				
22	Printing and publication				
23	Other expenses	OGDEN JLT	5.	5.	0.
24	Total operating and administrative expenses. Add lines 13 through 23		36,450.	26,620.	0.
25	Contributions, gifts, grants paid		40,840.		40,840.
26	Total expenses and disbursements. Add lines 24 and 25		77,290.	26,620.	0.
27	Subtract line 26 from line 12		9,707.		
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		60,377.		
c	Adjusted net income (if negative, enter -0-)			63,714.	

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing				
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				
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				
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.	
24	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
25	Unrestricted				
26	Temporarily restricted				
27	Permanently restricted				
28	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
29	Capital stock, trust principal, or current funds		1,807,222.	1,807,222.	
30	Paid-in or capital surplus, or land, bldg , and equipment fund		0.	0.	
31	Retained earnings, accumulated income, endowment, or other funds		0.	10,188.	
32	Total net assets or fund balances		1,807,222.	1,817,410.	
33	Total liabilities and net assets/fund balances		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) ►	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					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a				<2,265. >	
b				14,482.	
c				11,066.	
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	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	{ }		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)			.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			.195767
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			1,944,280.
5 Multiply line 4 by line 3			380,626.
6 Enter 1% of net investment income (1% of Part I, line 27b)			604.
7 Add lines 5 and 6			381,230.
8 Enter qualifying distributions from Part XII, line 4			50,670.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	1 2 3 4 5	1,208. 0. 1,208. 0. 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		
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	6a 6b 6c 6d	0. 0. 0. 0.
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 <input type="checkbox"/> if Form 2220 is attached	► ► ►	9 10 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 <u>Credited to 2012 estimated tax</u> ► 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) ► 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

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

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b	X	
5	X	
6	X	
7	X	
8b	X	
9	X	
10	X	

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	Telephone no ► 248 357-7820	
Located at ► 25505 W. TWELVE MILE RD. #1000, SOUTHFIELD, MI ZIP+4 ► 48034		
15	► 15	N/A
16	Yes X	No
See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ►		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
1a	During the year did the foundation (either directly or indirectly)	Yes X No
(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 ►
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?	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here	
3a	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
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	

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

5a During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?			N/A	5b
Organizations relying on a current notice regarding disaster assistance check here			<input checked="" type="checkbox"/>	
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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		N/A	
<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i>				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			6b
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			X
<i>If "Yes" to 6b, file Form 8870</i>				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		N/A	7b

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

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

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	N/A	
2		
3		
4		

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	N/A	
2		
3	All other program-related investments. See instructions	
Total. Add lines 1 through 3	►	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a Average monthly fair market value of securities	1a	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			0.	
a Enter amount for 2010 only				
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.			0.	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				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		0.		
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	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 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)

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

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

c Any submission deadlines

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

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

Recipient	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)				
<i>a Paid during the year</i>				
ALL CONTRIBUTORS LISTED WERE PAID TO EXEMPT ORGANIZATIONS		PUBLICLY SUPPORTED CHARITIES	EXEMPT PURPOSE	40,840.
—	—	—	—	—
—	—	—	—	—
—	—	—	—	—
Total			► 3a	40,840.
<i>b Approved for future payment</i>				
NONE				
—	—	—	—	—
—	—	—	—	—
—	—	—	—	—
Total			► 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	
1 Program service revenue				
a				
b				
c				
d				
e				
f				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments			14	88.
4 Dividends and interest from securities			14	63,626.
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			14	11,066.
9 Net income or (loss) from special events				12,217.
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.	74,780.	12,217.
13 Total Add line 12, columns (b), (d), and (e)			13	86,997.
(See worksheet in line 13 instructions to verify calculations)				

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)
100% INVESTMENT INCOME—PRODUCED TO ENABLE FOUNDATION TO MAKE MORE CHARITABLE DONATIONS	

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
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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
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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
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DESCRIPTION	AMOUNT
ADJUSTMENT TO Cost of Securities	481.
TOTAL TO FORM 990-PF, PART III, LINE 3	481.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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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
04/18/2012	Angel Network Charity 2283 Greensboro Dr McLean, VA 22103	-300.00
02/10/2012	AWSNA 28 Main Street Chatham, NY 13037	-500.00
01/03/2012	Ballet X 265 South Broad Street Philadelphia, PA 19107	-100.00
12/20/2011	Bassett Healthcare Physical Therapy Dept 1 Atwell Rd Cooperstown, NY 13326	-1,000.00
09/20/2012	Birmingham Bloomfield Chai Ctr P.O. Box 1894 Birmingham, MI 48012	-180.00
01/10/2012	Birmingham Bloomfield Chai Ctr 28601 W. Twelve Mile Rd Farmington Hills, MI 48334	-1,150.00
09/20/2012	C. S. Mott Children's Comfort Fund 300 N. University, Room N1400 Ann Arbor, MI 48109-5475	-500.00
01/02/2012	Chakgyur Lingra Foundation 1 Cooperstown, NY	-1,200.00
05/18/2012	Chakgyur Lingra Foundation	-500.00
02/22/2012	Children's Art Village Santa Barbara, CA	-2,500.00
02/23/2012	Children's Art Village	-175.00
07/09/2012	Children's Art Village	950.00
06/14/2012	Christ Church Of Cooperstown 467 Main Street Cooperstown, NY 13326	-100.00
05/02/2012	Cooperstown Art Association 22 Main Street Cooperstown, NY 13326	-200.00
12/20/2011	Cooperstown Fire Department Fund 700 Box 1 Cooperstown, NY 13326	-100.00
12/20/2011	Copperstown Art Association 22 Main Street Cooperstown, NY 13326	-500.00
12/20/2011	Copperstown Food Bank 25 Church St. Cooperstown, NY 13326	-1,000.00
06/21/2012	Cranbrook Educational Community 39221 Woodward Ave P.O. Box 801 Bloomfield Hills, MI 48303	-1,000.00
01/13/2012	Cranbrook Schools 39221 Woodward Ave P.O. Box 801 Bloomfield Hills, MI 48303	-1,000.00
02/18/2012	Deb Ra Of America 16 East 41st Street New York, NY 10017	-50.00
03/15/2012	Detroit Public TV Fisher Broad East Center	-150.00
04/19/2012	Detroit Public TV 1 Clover Ct Bloomfield Hills, MI 48393	-5.00
11/23/2011	Doerenbecher Children's Hospital 1121 S.W. Salmon St, Ste 100 Portland, OR 97205-2021	-1,500.00
05/09/2012	Eisenhower Dance Center 20300 Civic Center Dr. Ste 100 Southfield, MI 48076	-200.00
12/24/2011	Friend Of Cooperstown Music & Arts 39 Linden Ave Cooperstown, NY 13326	-100.00
11/09/2011	Jewish Community Center 6400 W. 11 Mile Rd Bloomfield Hills, MI 48323	-360.00
10/22/2012	Jewish Federation Of Metropolitan Detroit 6735 Telegraph Rd Bloomfield Hills, MI 48301	-250.00
01/03/2012	Jones Foundation 16660 Connecticut Ave, NW Washington, DC 20009	-100.00
12/20/2011	KAT Rescue Center 602 Garton Ave Hilton, 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 102106	-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 & 38th Sts, 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 14th 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 Bayou	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. Lincoln	-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	108 Phoenix Hill Crossroad	-4,000.00
01/09/2012	Otsego Manor Skilled Nursing Home Cooperstown, NY 13326	-4,000.00
Ripple Effects Artist	11th Street, 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 13860	-250.00
SEVA Foundation	1786 F. 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 Mayflower Ave, Ste 400	-75.00
03/15/2012	St. Baldrick's Monrovia, CA 91016	-75.00
State University Of New York At Oneonta	103 Thawne Parkway	-2,000.00
12/20/2011	State University Of New York At Oneonta Oneonta, NY 13830	-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 13200-2400	-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 4,163.00
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	19,653.00	BlackRock Global Allocation Instl	400		388		-12
12-19-11	02-27-12	27,420.00	BlackRock Global Allocation Instl	488		541		53
12-19-11	02-27-12	24,521.00	BlackRock Global Allocation Instl	436		484		48
		71,594.00		1,323		1,412		89
02-29-12	08-20-12	35,534.00	JPMorgan High Yield Select	281		279		-2
03-30-12	08-20-12	2,508,898.50	JPMorgan High Yield Select	19,788		19,721		-75
		2,544,528.00		20,077		20,000		-77
		36,888.00						0
06-30-11	08-20-12	8,088.00	JPMorgan Strategic Income Opps Sel	98		93		-3
07-29-11	08-20-12	9,254.00	JPMorgan Strategic Income Opps Sel	109		107		-2
08-31-11	08-20-12	8,323.00	JPMorgan Strategic Income Opps Sel	97		98		0
10-31-11	08-20-12	11,023.00	JPMorgan Strategic Income Opps Sel	128		128		0
		36,888.00		430		425		-5
07-29-11	12-18-11	28,789.00	PIMCO Total Return Instl	320		314		-6
05-31-11	12-18-11	25,465.00	PIMCO Total Return Instl	282		278		-4
04-29-11	12-18-11	25,315.00	PIMCO Total Return Instl	279		276		-3
08-31-11	12-18-11	27,260.00	PIMCO Total Return Instl	300		297		-3
08-17-11	12-18-11	1,728,352.00	PIMCO Total Return Instl	18,897		18,825		-72
		1,833,181.00		20,178		19,990		0
07-15-11	08-20-12	14,939.00	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	Proceeds	Gain Or Loss	
							Short Term	Long Term
08-15-11	06-20-12	15.1930	Templeton Global Bond Adv	208		192	-16	
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	06-20-12	16.3880	Templeton Global Bond Adv	210		207	-3	
		94.9180		1,259		1,200	-59	0
TOTAL SHORT-TERM				43,268		43,027	-241	
01-04-11	03-30-12	353.00000	ALPS Alerian MLP ETF	5,867		5,847		180
01-04-11	03-30-12	1,147.00000	ALPS Alerian MLP ETF	18,415		19,000		585
01-04-11	03-30-12	370.00000	ALPS Alerian MLP ETF	5,940		6,129		189
		1,870.00000		30,022		30,976	0	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
09-02-09	02-27-12	692.0590	BlackRock Global Allocation Instl	11,671		13,851		1,981
		2,208.1670		41,860		43,557	0	1,698
02-22-11	08-20-12	1,659.8840	JPMorgan Strategic Income Ops Sel	20,000		19,230		-770
04-29-11	08-20-12	8.6930	JPMorgan Strategic Income Ops Sel	104		101		-4
02-28-11	08-20-12	9.0250	JPMorgan Strategic Income Ops Sel	108		105		-4

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	Proceeds	Gain Or Loss	
							Short Term	Long Term
05-31-11	08-20-12	8,7320	JPMorgan Strategic Income Ops Sel	105		101		-4
03-31-11	08-20-12	9,0670	JPMorgan Strategic Income Ops Sel	109		105		-4
01-31-11	08-20-12	8,0420	JPMorgan Strategic Income Ops Sel	72		70		-2
08-27-10	08-20-12	418,9210	JPMorgan Strategic Income Ops Sel	4,882		4,853		-28
		<u>2,120,3640</u>		<u>25,380</u>		<u>24,585</u>	<u>0</u>	<u>-815</u>
04-15-11	08-20-12	7,0780	Templeton Global Bond Adv	98		89		-9
06-15-11	08-20-12	7,1770	Templeton Global Bond Adv	99		91		-8
05-16-11	08-20-12	7,1840	Templeton Global Bond Adv	99		91		-8
06-17-11	08-20-12	1,069,4140	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		643
TOTAL REALIZED GAIN/LOSS								
						<u>165,514</u>	<u>7</u>	<u>643</u>
						<u>165,516</u>	<u>-241</u>	<u>643</u>

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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	6,2490	BlackRock Global Allocation Instl	127		123		-4
12-19-11	02-27-12	8,7180	BlackRock Global Allocation Instl	155		172		17
12-19-11	02-27-12	7,7970	BlackRock Global Allocation Instl	139		154		15
		22,7650		421		449		28
12-18-11	06-28-12	2,3340	Credit Suisse Commodity Rat Strat Instl	19		18		-1
06-30-11	06-28-12	11,7210	JPMorgan Strategic Income Opps Sel	140		138		-4
07-29-11	06-28-12	13,4450	JPMorgan Strategic Income Opps Sel	159		156		-3
08-31-11	06-28-12	12,0910	JPMorgan Strategic Income Opps Sel	140		140		0
		37,2570		439		432		-7
12-14-10	11-28-11	17,8460	T Rowe Price Mid-Cap Growth	1,036		997		-40
TOTAL SHORT-TERM				1,816		1,895		-20
12-20-10	02-27-12	7,0120	BlackRock Global Allocation Instl	134		138		4
07-22-10	02-27-12	3,0580	BlackRock Global Allocation Instl	54		60		6

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	692.0680	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
12-16-10	06-26-12	99.2970	Credit Suisse Commodity Ret Strat Instl	881		753			-128
08-18-09	06-26-12	814.7330	Credit Suisse Commodity Ret Strat Instl	8,738		6,176			-562
		921.1490		7,683		6,982		0	-701
08-27-10	06-26-12	1,365.4280	JPMorgan Strategic Income Ops Sel	16,912		15,821			-91
04-29-11	06-26-12	12.6280	JPMorgan Strategic Income Ops Sel	152		146			-5
02-28-11	06-26-12	9.9980	JPMorgan Strategic Income Ops Sel	120		116			-4
03-30-11	06-26-12	1,498.1670	JPMorgan Strategic Income Ops Sel	18,000		17,370			-630
05-31-11	06-26-12	12.6880	JPMorgan Strategic Income Ops Sel	152		147			-5
03-31-11	06-26-12	13.1720	JPMorgan Strategic Income Ops Sel	158		153			-5
01-31-11	06-26-12	10.8450	JPMorgan Strategic Income Ops Sel	129		126			-4
12-31-10	06-26-12	13.7320	JPMorgan Strategic Income Ops Sel	162		159			-3
10-29-10	06-26-12	12.4480	JPMorgan Strategic Income Ops 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 Alpen Foundation
FBO Nancy Levin
Charles Schwab #XOX9368
From 11-01-11 Through 10-31-12

Open Date	Close Date	Quantity	Security	Cost Basis		Amort. or Accretion	Proceeds	Short Term	Long Term	Gain Or Loss
				Cost	Basis					
12-14-10	08-28-12	4,563.0	JPMorgan Strategic Income Ops Sel	54			53			-1
11-30-10	08-28-12	14,997.0	JPMorgan Strategic Income Ops Sel	178			174			-2
09-30-10	08-28-12	12,923.0	JPMorgan Strategic Income Ops Sel	151			150			-2
		<u>2,882.5880</u>		<u>35,314</u>			<u>34,558</u>		<u>0</u>	<u>-756</u>
08-18-09	11-28-11	71,504.0	T. Rowe Price Mid-Cap Growth	2,944			3,993			1,048
08-18-08	02-10-12	182,593.0	Touchstone Sands Capital Inst Gr	1,640			2,990			1,350
03-24-11	08-28-12	3,290.0	Vanguard 500 Index Signal	328			330			2
08-23-11	08-28-12	3,055.0	Vanguard 500 Index Signal	298			306			8
12-23-10	08-28-12	3,367.0	Vanguard 500 Index Signal	322			338			16
09-23-10	08-28-12	3,922.0	Vanguard 500 Index Signal	335			393			58
08-28-10	08-28-12	3,878.0	Vanguard 500 Index Signal	317			389			72
08-18-09	08-28-12	52,167.0	Vanguard 500 Index Signal	3,944			5,233			1,280
		<u>88,679.0</u>		<u>5,544</u>			<u>6,980</u>		<u>0</u>	<u>1,446</u>
TOTAL LONG-TERM				64,985			69,368			4,373
TOTAL REALIZED GAIN/LOSS				68,898			71,252		-20	4,373

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

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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	Amount or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
07-21-11	12-15-11	6,082.00	BlackRock Global Allocation Instl	124		111		-13
12-20-10	12-15-11	6,824.00	BlackRock Global Allocation Instl	131		125		-6
07-25-11	02-27-12	2,299.00	BlackRock Global Allocation Instl	46		45		0
07-25-11	02-27-12	3,783.00	BlackRock Global Allocation Instl	75		76		-1
		<u>18,988.00</u>		<u>375</u>		<u>356</u>	<u>-19</u>	<u>0</u>
12-21-10	12-15-11	9,101.00	Credit Suisse Commodity Ret Strat Instl	83		72		-10
12-16-10	12-15-11	126,948.00	Credit Suisse Commodity Ret Strat Instl	1,126		1,008		-118
		<u>136,049.00</u>		<u>1,209</u>		<u>1,080</u>	<u>-128</u>	<u>0</u>
12-14-11	12-15-11	0,885.00	CRM Small Cap Value Instl	15		15		0
12-14-11	12-15-11	50,889.00	CRM Small Cap Value Instl	862		870		8
12-14-11	12-15-11	0,6889.00	CRM Small Cap Value Instl	12		12		0
		<u>52,449.00</u>		<u>888</u>		<u>886</u>	<u>8</u>	<u>0</u>
01-10-11	12-15-11	4,123.3380	Harding Loewner Instl Emerging Markets	7,000		5,767		-1,233
02-28-12	03-20-12	28,730.00	JPMorgan High Yield Select	228		228		0
10-31-11	03-20-12	28,364.00	JPMorgan High Yield Select	223		225		2
01-31-12	03-20-12	27,040.00	JPMorgan High Yield Select	211		214		3
10-20-11	03-20-12	610,310.00	JPMorgan High Yield Select	4,687		4,834		148
		<u>694,444.00</u>		<u>5,348</u>		<u>5,500</u>	<u>152</u>	<u>0</u>

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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	Gain or Loss		
						Proceeds	Short Term	Long Term
06-30-11	06-26-12	11.2580	JPMorgan Strategic Income Opps Sel	134		130	-4	
07-29-11	06-26-12	12.9120	JPMorgan Strategic Income Opps Sel	153		150	-3	
08-31-11	06-26-12	11.6120	JPMorgan Strategic Income Opps Sel	135		135	0	
		35.7800		422		415	-7	0
03-30-11	12-15-11	1.4790	MainStay ICAP Select Equity I	55		48	-7	
06-29-11	12-15-11	4.7370	MainStay ICAP Select Equity I	172		155	-17	
12-07-11	12-15-11	4.5320	MainStay ICAP Select Equity I	153		148	-5	
		10.7480		380		352	-28	0
07-15-11	06-26-12	9.3930	Templation Global Bond Adv	130		118	-12	
08-15-11	06-26-12	9.5140	Templation Global Bond Adv	130		120	-11	
09-15-11	06-26-12	9.8340	Templation Global Bond Adv	130		124	-7	
02-15-12	08-26-12	10.3420	Templation Global Bond Adv	136		130	-6	
10-17-11	08-26-12	10.1070	Templation Global Bond Adv	131		127	-4	
11-15-11	06-26-12	10.2510	Templation Global Bond Adv	131		129	-2	
01-17-12	06-26-12	10.7250	Templation Global Bond Adv	135		135	0	
		70.1680		924		883	-41	0
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	-875	
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		268	-8	
		131.1870		12,907		12,188	-719	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
TOTAL SHORT-TERM								
07-22-10	12-15-11	2,977.0	BlackRock Global Allocation Instl	53		54		2
08-02-09	12-15-11	386.2130	BlackRock Global Allocation Instl	6,176		6,899		524
12-24-10	02-27-12	1,084.0	BlackRock Global Allocation Instl	20		21		1
09-02-09	02-27-12	307.3700	BlackRock Global Allocation Instl	5,183		6,055		871
		<u>677.8440</u>		<u>11,432</u>		<u>12,830</u>	<u>0</u>	<u>1,398</u>
08-18-09	12-15-11	648.6240	Columbia International Value Z	8,619		7,915		-705
06-17-10	12-15-11	10.3980	Columbia International Value Z	134		127		-7
		<u>657.0200</u>		<u>8,753</u>		<u>8,042</u>	<u>0</u>	<u>-712</u>
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	657.8160	Credit Suisse Commodity Ret Strat Instl	5,438		4,985		-454
		<u>1,163.3050</u>		<u>9,555</u>		<u>8,920</u>	<u>0</u>	<u>-635</u>
09-02-09	12-15-11	284.8610	CRM Small Cap Value Instl	4,462		4,526		64

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Plante Moran Financial Advisors
REALIZED GAINS AND LOSSES
Robert and Marjorie Alpern Foundation
FBO Wayne Alpern
Charles Schwab #XXXXXX2213
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	2,049.83	JP Morgan Strategic Income Opps Sel	23,887		23,752		-135
04-29-11	08-28-12	12,1290	JP Morgan Strategic Income Opps Sel	146		141		-5
02-28-11	08-26-12	9,8880	JP Morgan Strategic Income Opps Sel	120		116		-4
03-02-11	08-26-12	1,248.16	JP Morgan Strategic Income Opps Sel	15,000		14,474		-526
05-31-11	08-28-12	12,1830	JP Morgan Strategic Income Opps Sel	146		141		-5
03-31-11	08-28-12	12,6500	JP Morgan Strategic Income Opps Sel	152		147		-5
01-31-11	08-28-12	10,8450	JP Morgan Strategic Income Opps Sel	120		126		4
12-31-10	08-26-12	13,7320	JP Morgan Strategic Income Opps Sel	162		159		-3
10-29-10	08-26-12	12,4480	JP Morgan Strategic Income Opps Sel	147		144		-3
12-14-10	08-26-12	4,6630	JP Morgan Strategic Income Opps Sel	54		53		-1
11-30-10	08-28-12	14,9870	JP Morgan Strategic Income Opps Sel	176		174		-2
08-30-10	08-26-12	12,9230	JP Morgan Strategic Income Opps Sel	151		150		-2
		3,415.47	10		40,271		39,575	0
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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Plante Moran Financial Advisors
REALIZED GAINS AND LOSSES
Robert and Marjorie Alpern Foundation
FBO Wayne Alpern
Charles Schwab #XXXXXX2213
From 11-01-11 Through 10-31-12

Open Date	Close Date	Quantity	Security	Gain Or Loss			
				Cost Basis	Amort. or Accretion	Proceeds	Short Term Long Term
09-29-10	12-15-11	1.7650	MainStay ICAP Select Equity	56		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		9,346	1,434
		<u>294.8750</u>		<u>8,203</u>		<u>9,848</u>	<u>0</u>
09-27-10	12-15-11	52.0000	SPDR Gold Shares	8,589		7,970	1,381
12-14-10	12-15-11	17.0820	T Rowe Price Mid-Cap Growth	892		869	-123
09-01-09	12-15-11	159.6860	T Rowe Price Mid-Cap Growth	6,623		8,121	1,498
		<u>176.7480</u>		<u>7,615</u>		<u>8,880</u>	<u>0</u>
04-15-11	06-28-12	7.6680	Templeton Global Bond Adv	105		98	-10
08-22-11	06-26-12	434.3730	Templeton Global Bond Adv	6,000		5,463	-537
08-15-11	08-26-12	7.7130	Templeton Global Bond Adv	106		97	-9
05-16-11	08-26-12	7.7210	Templeton Global Bond Adv	106		97	-9
03-02-11	08-26-12	268.7020	Templeton Global Bond Adv	3,623		3,354	-269
		<u>724.1150</u>		<u>9,941</u>		<u>9,107</u>	<u>0</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		306	37
08-18-09	12-15-11	206.4760	Vanguard 500 Index Signal	15,608		19,186	3,578
		<u>213.1040</u>		<u>16,163</u>		<u>19,802</u>	<u>0</u>
							3,639

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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	Gain Or Loss			
				Cost Basis	Amort. or Accretion	Proceeds	Short Term Long Term
TOTAL LONG-TERM				128,188		137,401	9,213
				157,640	0	164,837	-2,016
					7		9,213
TOTAL REALIZED GAIN/LOSS		7,186					

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Alpem Foundation

Account closed During fiscal year

Alpem 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

Taxes