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Form 990-PF

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 12-01-2011, and ending 11-30-2012

<input type="checkbox"/> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return					
<input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change					
Name of foundation ABRAMS FOUNDATION		A Employer identification number 21-6016470			
Number and street (or P O box number if mail is not delivered to street address) PO BOX 6458		B Telephone number (see page 10 of the instructions) (609) 895-1190			
City or town, state, and ZIP code LAWRENCEVILLE, NJ 08648		C If exemption application is pending, check here <input type="checkbox"/> <input checked="" type="checkbox"/>			
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> <input checked="" type="checkbox"/>			
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> <input checked="" type="checkbox"/>			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,588,328		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <input checked="" type="checkbox"/>			
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> <input checked="" type="checkbox"/>			
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) (see page 11 of the instructions))		(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 (attach schedule)				
	2 Check <input type="checkbox"/> <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	164	164		
	4 Dividends and interest from securities.	119,838	119,838		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	44,430			
	b Gross sales price for all assets on line 6a 89,415				
	7 Capital gain net income (from Part IV, line 2)		44,430		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	164,432	164,432			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	18,031			18,031
	14 Other employee salaries and wages	8,000	4,500		3,500
	15 Pension plans, employee benefits	11,175	3,687		7,488
	16a Legal fees (attach schedule)	9,710	5,049		4,661
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	3,239			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	576	339		237
	24 Total operating and administrative expenses.				
Add lines 13 through 23	50,731	13,575		33,917	
25 Contributions, gifts, grants paid	112,508			112,508	
26 Total expenses and disbursements. Add lines 24 and 25	163,239	13,575		146,425	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	1,193				
b Net investment income (if negative, enter -0-)		150,857			
c Adjusted net income (if negative, enter -0-)					

	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year		
			(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing					
	2 Savings and temporary cash investments		240,710	198,910	198,910	
	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 (attach schedule) (see page 15 of the instructions)					
	7 Other notes and loans receivable (attach schedule) ►					
	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 (attach schedule)					
	b Investments—corporate stock (attach schedule)	1,106,645	1,174,638	3,313,708		
	c Investments—corporate bonds (attach schedule)	100,000	75,000	75,710		
	11 Investments—land, buildings, and equipment basis ►					
Less accumulated depreciation (attach schedule) ►						
12 Investments—mortgage loans						
13 Investments—other (attach schedule)						
14 Land, buildings, and equipment basis ►						
Less accumulated depreciation (attach schedule) ►						
15 Other assets (describe ►)						
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		1,447,355	1,448,548	3,588,328		
Liabilities	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 (attach schedule)					
	22 Other liabilities (describe ►)					
	23 Total liabilities (add lines 17 through 22)			0		
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> 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 ► <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg , and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds		1,447,355	1,448,548		
30 Total net assets or fund balances (see page 17 of the instructions)		1,447,355	1,448,548			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)		1,447,355	1,448,548			

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	1,447,355
2	Enter amount from Part I, line 27a		2	1,193
3	Other increases not included in line 2 (itemize) ►		3	
4	Add lines 1, 2, and 3		4	1,448,548
5	Decreases not included in line 2 (itemize) ►		5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30		6	1,448,548

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.)
1 a	CIL Duke Energy	P	2003-12-01	2012-07-23
b	1000 BNY Capital Trust IV Redeemed	P	1999-01-14	2012-11-26
c	500 Pall Corporation	P	2000-06-07	2012-09-25
d	500 Pall Corporation	P	1999-08-31	2012-09-25
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	22			22
b	25,000		25,000	
c	32,196		10,180	22,016
d	32,197		9,805	22,392
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				22
b				
c				22,016
d				22,392
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	44,430
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8				

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

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

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

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 page 18 of the 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	143,158	3,162,484	0 04527
2009	151,508	3,057,199	0 04956
2008	189,663	2,975,862	0 06373
2007	241,694	3,979,480	0 06074
2006	230,499	5,014,848	0 04596
2			2 0 26526
3			3 0 05305
4			4 3,382,392
5			5 179,443
6			6 1,509
7			7 180,952
8			8 146,425

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	1	3,017
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input 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-)	2	3,017
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	4,000
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.	7	4,000
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed <input type="checkbox"/>		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid <input type="checkbox"/>		
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 983 Refunded <input type="checkbox"/> 11	11	983

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?	1a	Yes No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		
c	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.		
d	Did the foundation file Form 1120-POL for this year?	1c	Yes No
e	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
f	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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.	2	Yes No
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?	4a 4b	Yes No
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	6 7	Yes Yes
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> _____		
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 on page 27)? If "Yes," complete Part XIV	8b 9	Yes No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ► N/A				
14	The books are in care of ► EDWARD S KAHN LAW OFFICES LLC Telephone no ► (609) 895-1190 Located at ► 140 Franklin Corner Road Lawrenceville NJ ZIP +4 ► 08648			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. ► 15			
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?	16	Yes	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.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	► Yes	✓ No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	► Yes	✓ No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	► Yes	✓ No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	► Yes	✓ No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	► Yes	✓ No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	► Yes	✓ No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b	No
Organizations relying on a current notice regarding disaster assistance check here. ►			
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	No
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?	2a	
	If "Yes," list the years ► 20____, 20____, 20____, 20____		
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 page 20 of the instructions)	2b	No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a	
	► Yes	✓ No	
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011).	3b	No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
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	No

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))?	<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)? (see page 22 of the instructions).	<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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>	5b	No
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 checked="" type="checkbox"/> No		
	<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		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
	<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?		7b	No

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 (see page 22 of the instructions).**

(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
Michele Kushner 36 Oriole Gardens Toronto, Ontario M4V1V7 CA	Trustee 0 00	8,016		
Maynard J Weber 488 Beall Avenue Luray, VA 22835	Trustee 0 00	9,015		
Michael Kushner 5 Tamarack Road Monroe, NJ 08831	Trustee 0 00	1,000		

**2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions).
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.				<input checked="" type="checkbox"/>

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE"

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.

1	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

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

1	
2	
All other program-related investments See page 24 of the instructions	
3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	3,234,991
b	Average of monthly cash balances.	1b	198,910
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,433,901
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	
3	Subtract line 2 from line 1d.	3	3,433,901
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	51,509
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,382,392
6	Minimum investment return. Enter 5% of line 5.	6	169,120

Part XI Distributable Amount (see page 25 of the 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	169,120
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	3,017
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,017
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	166,103
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	166,103
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	166,103

Part XII Qualifying Distributions (see page 25 of the 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	146,425
b	Program-related investments—total from Part IX-B.	1b	
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	3a	
a	Suitability test (prior IRS approval required).	3b	
b	Cash distribution test (attach the required schedule).	4	146,425
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	
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 (see page 26 of the instructions).	6	146,425
6	Adjusted qualifying distributions. Subtract line 5 from line 4.		

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				166,103
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			109,646	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				
d From 2009.				
e From 2010.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ _____ 146,425				
a Applied to 2010, but not more than line 2a			109,646	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).	0			
d Applied to 2011 distributable amount.				36,779
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
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.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				129,324
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2007.				
b Excess from 2008.				
c Excess from 2009.				
d Excess from 2010.				
e Excess from 2011.				

Part XIV **Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9)

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

Part XV **Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the 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))

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

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 page 28 of the 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)				
a Paid during the year See Additional Data Table				
Total			► 3a	112,508
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

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 or

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization.
- (2) Purchases of assets from a noncharitable exempt organization.
- (3) Rental of facilities, equipment, or other assets.
- (4) Reimbursement arrangements.
- (5) Loans or loan guarantees.
- (6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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.

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

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	
<p>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 or fiduciary) is based on all information of which preparer has any knowledge.</p>			
<p>*****</p>	<p>2013-04-11</p>	<p>*****</p>	
<p>Signature of officer or trustee</p>	<p>Date</p>	<p>Title</p>	
<p>Sign Here</p> <p>Paid Preparer's Use Only</p>	<p>Preparer's Signature</p>	<p>Date</p>	<p>PTIN</p>
	<p>Jean C Pilch EA</p>	<p><input type="checkbox"/> Check if self-employed</p>	
	<p>Firm's name</p>	<p>Edward S Kahn Law Offices LLC</p>	<p><input type="checkbox"/> Firm's EIN</p>
	<p>140 Franklin Corner Road</p>		
<p>Firm's address</p>	<p>Lawrenceville, NJ 086480458</p>	<p><input type="checkbox"/> Phone no (609) 895-1190</p>	

May the IRS discuss this return with the preparer shown above? See Instructions Yes No

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CONGREGATION BRTHS OF ISRAEL 530 Washington Crossing Road Newtown, PA 18940	N/A	PUBLIC	RELIGIOUS	2,000
JCC ASSOCIATION 520 8th Avenue NY, NY 10018	N/A	PUBLIC	CHARITABLE	250
HADASSAH 50 West 58th Street New York, NY 10019	N/A	PUBLIC	CHARITABLE	1,000
NATIONAL EATING DISORDER ASSN 603 Stuart Street Ste 803 Seattle, WA 98101	N/A	PUBLIC	CHARITABLE	500
JEWISH FAMILY CHILDRENS SERV 707 Alexander Road Ste 102 Princeton, NJ 08540	N/A	PUBLIC	CHARITABLE	4,000
ANTI-DEFAMATION LEAGUE 605 Third Avenue New York, NY 10158	N/A	PUBLIC	CHARITABLE	1,000
CONGREGATION BRTHS ISRAEL SISTERHOOD 530 Washington Crossing Road Newtown, PA 18940	N/A	PUBLIC	RELIGIOUS	300
WORLD JEWISH CONGRESS FDNPO Box 90400 Washington, DC 20090	N/A	PUBLIC	CHARITABLE	1,000
PARKINSON ALLIANCE PO Box 308 Dept YE07 Kingston, NJ 08528	N/A	PUBLIC	CHARITABLE	500
KOPPELMAN'S HOLOCAUST RES CTR 2083 Lawrenceville Road Lawrenceville, NJ 08648	N/A	PUBLIC	CHARITABLE	1,000
NAT'L JEWISH MED RESRCH CTR 1400 Jackson Street Denver, CO 80206	N/A	PUBLIC	CHARITABLE	500
AMERICAN JEWISH COMMITTEE 225 Millburn Avenue Ste 305 Millburn, NJ 07041	N/A	PUBLIC	CHARITABLE	1,618
UNITED JEWISH FEDERATION PMB 4 Princess Road Ste 206 Lawrenceville, NJ 08648	N/A	PUBLIC	CHARITABLE	20,340
WOMANSPACE INC 1212 Stuyvesant Avenue Trenton, NJ 08616	N/A	PUBLIC	CHARITABLE	500
SIMON WIESENTHAL CENTER 1399 South Roxbury Drive Los Angeles, CA 90035	N/A	PUBLIC	CHARITABLE	1,000
US HOLOCAUST MEMORIAL MUSEUM 100 Raoul Wallenberg Place SW Washington, DC 20006	N/A	PUBLIC	CHARITABLE	1,000
TRENTON AREA SOUP KITCHEN 72 1/2 Escher Street Trenton, NJ 08605	N/A	PUBLIC	CHARITABLE	1,000
SUNSHINE FOUNDATION 1041 Mill Creek Drive Feasterville, PA 19053	N/A	PUBLIC	CHARITABLE	500
ISRAEL GUIDE DOG CTR FOR BLIND 732 S Settlers Circle Warrington, PA 18976	N/A	PUBLIC	CHARITABLE	1,000
JEWISH NATIONAL FUND 42 East 69th Street New York, NY 10021	N/A	PUBLIC	CHARITABLE	1,000
GREENWOOD HOUSE 53 Walter Street Ewing, NJ 08628	N/A	PUBLIC	CHARITABLE	2,500
FRIENDS OF YAD SARAH 450 Park Avenue Suite 3201 New York, NY 10022	N/A	PUBLIC	CHARITABLE	1,000
JUVENILE DIABETES RESEARCH FOUNDATI 26 Broadway New York, NY 10004	N/A	PUBLIC	CHARITABLE	500
FRIENDS OF ISRAEL DISABLED VETERANS 1133 Broadway New York, NY 10010	N/A	PUBLIC	CHARITABLE	2,000
BIG BRTHS SISTR S MERCER CTY 535 East Franklin Street Trenton, NJ 08610	N/A	PUBLIC	CHARITABLE	500
AMERICAN RED MAGEN DAVID 888 Seventh Avenue Suite 403 New York, NY 10106	N/A	PUBLIC	CHARITABLE	1,000
ABRAMS HEBREW ACADEMY 31 West College Avenue Yardley, PA 19067	N/A	PUBLIC	EDUCATIONAL	65,000
Total				112,508
► 3a				

TY 2011 Investments Corporate Bonds Schedule

Name: ABRAMS FOUNDATION

EIN: 21-6016470

Software ID: 11000144

Software Version: 2011v1.5

Name of Bond	End of Year Book Value	End of Year Fair Market Value
50000 STATE OF ISRAEL-DUE 7/1/13	50,000	50,000
1000 JP MORGAN CHASE CAP X	25,000	25,710

**TY 2011 Investments Corporate
Stock Schedule**

Name: ABRAMS FOUNDATION

EIN: 21-6016470

Software ID: 11000144

Software Version: 2011v1.5

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1500 SHRS MONDELEZ INT'L	25,820	38,835
500 SHRS KRAFT FOODS GROUP INC	13,959	22,620
1000 SHRS EATON CORP	45,431	52,160
500 SHRS CONAGRA FOODS INC	13,505	14,930
1050 SHRS MARATHON PETROLEUM CORP	9,736	62,517
1000 SHRS MEDICAL PPTYS TR INC	10,396	11,670
1000 SHRS KNIGHTSBRIDGE TANKERS	22,101	5,790
500 SHRS DOMINION RES INC NEW VA	23,849	25,555
1000 SHRS COCA COLA	32,734	37,920
544 SHRS FRONTIER COMMUNICATIONS	2,062	2,617
3285 SHRS WELLS FARGO & COMPANY	52,265	108,438
1100 SHRS PHILIP MORRIS INT'L INC.	25,764	98,868
42 SHRS FAIRPOINT COMMUNICATIONS	155	
500 SHRS SPECTRA ENERGY CORP	4,654	13,975
195 SHRS ALCATEL LUCENT SPD ADR	2,940	215
2385 SHRS AT&T INC.	8,362	81,400
500 SHRS 3M COMPANY	33,860	45,475
1000 SHRS HALLIBURTON COMPANY	27,155	33,350
1213 SHRS ROYCE VALUE TR INC.	23,940	15,927
500 SHRS DUPONT E. I. DE NEMOURS	21,560	21,570
1500 SHRS JP MORGAN CHASE & CO.	62,312	61,620
100 SHRS CITIGROUP INC.	47,276	3,457
1000 SHRS BANK OF AMERICA CORP.	45,905	9,860
3000 SHRS COHEN & STEERS REIT & PFD	73,945	51,120
1000 SHRS REALTY INCM CRP MD	16,975	40,680
3100 SHRS ALTRIA GROUP INC..	61,968	104,811
1500 SHRS PEPCO HOLDINGS INC	20,062	29,610
3328 SHRS DNP SELECT INCOME FD	28,667	31,483
2100 SHRS MARATHON OIL CORP	15,229	64,785
910 SHRS GLAXOSMITHKLINE PLC	8,524	39,139

Name of Stock	End of Year Book Value	End of Year Fair Market Value
452 SHRS EXELON CORPORATION	176	13,659
2268 SHRS VERIZON COMMUNICATIONS	31,178	100,064
16970 SHRS PFIZER INC	45,982	424,589
1600 SHRS EMERSON ELECTRIC	52,709	80,368
2187 SHRS VODAPHONE AIRTOUCH SPDADR	42,645	56,414
400 SHRS REYNOLDS AMERICAN INC.	3,983	17,488
3780 SHRS PUBLIC SVC ENTERPRISE GROUP	17,430	113,740
1200 SHRS ELI LILLY COMPANY	20,320	58,848
2000 SHRS INT'L BUSINESS MACHINES	33,526	380,140
8000 SHRS HARSCO CORPORATION	6,955	161,200
3600 SHRS GENERAL ELECTRIC COMPANY	17,325	76,068
5000 SHRS EXXON MOBIL CORPORATION	10,244	440,700
333 SHRS DUKE ENERGY CORP	6,455	21,252
4900 SHRS DOW CHEMICAL CORPORATION	61,373	147,931
2000 SHRS BRISTOL MEYERS SQUIBB	24,485	65,260
600 SHRS AMERICAN ELECTRIC POWER	18,741	25,590

TY 2011 Legal Fees Schedule

Name: ABRAMS FOUNDATION

EIN: 21-6016470

Software ID: 11000144

Software Version: 2011v1.5

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Edward S Kahn Law Offices LLC	9,710	5,049	0	4,661

TY 2011 Other Expenses Schedule

Name: ABRAMS FOUNDATION

EIN: 21-6016470

Software ID: 11000144

Software Version: 2011v1.5

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MERRILL LYNCH FEES	150	150		
INSURANCE	356	119		237
BANK SERVICE FEES	70	70		

TY 2011 Taxes Schedule

Name: ABRAMS FOUNDATION**EIN:** 21-6016470**Software ID:** 11000144**Software Version:** 2011v1.5

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise Tax	3,239			