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Form **990-PF**

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

OMB No 1545-0052

2011Department of the Treasury
Internal Revenue Service

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 **12/01/11**, and ending **11/30/12**

Name of foundation RALPH & CLARA SHUSTER FOUNDATION C/O RALPH SHUSTER INC.		A Employer identification number 22-1714042
Number and street (or P O box number if mail is not delivered to street address) 909 NORTH MAIN STREET	Room/suite	B Telephone number (see instructions)
City or town, state, and ZIP code PROVIDENCE RI 02904		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,900,322	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I

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

	(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 (attach schedule)	2,400			
2 Check ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	48,846	48,846		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	48,536			
b Gross sales price for all assets on line 6a 322,262				
7 Capital gain net income (from Part IV, line 2)		48,536		
8 Net short-term capital gain			0	
9 Income modifications				
10a Gross sales less returns & 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	99,782	97,382	0	
13 Compensation of officers, directors, trustees, etc	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest	16,137	16,137		
18 Taxes (attach schedule) (see instructions)				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (att sch) STMT 2	50			50
24 Total operating and administrative expenses. Add lines 13 through 23	16,187	16,137	0	50
25 Contributions, gifts, grants paid	98,270			98,270
26 Total expenses and disbursements. Add lines 24 and 25	114,457	16,137	0	98,320
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-14,675			
b Net investment income (if negative, enter -0-)		81,245		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2011)SCANNED JUL 25 2013
Revenue

Operating and Administrative Expenses

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JUL 25 2013

CODEN LIT

STMT 1

STMT 2

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9

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	16,655	45,211	45,211
	2	Savings and temporary cash investments	412,617	210,758	210,758
	3	Accounts receivable ▶			*
		Less allowance for doubtful accounts ▶		500	500
	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 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) SEE STMT 3	518,307	618,822	825,368
	c	Investments—corporate bonds (attach schedule) SEE STMT 4	683,405	741,018	818,485
	11	Investments—land, buildings, and equipment basis ▶			
Liabilities		Less accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,630,984	1,616,309	1,900,322
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
Net Assets or Fund Balances	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	0	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,630,984	1,616,309	
	30	Total net assets or fund balances (see instructions)	1,630,984	1,616,309	
	31	Total liabilities and net assets/fund balances (see instructions)	1,630,984	1,616,309	

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	1,630,984
2	Enter amount from Part I, line 27a	2	-14,675
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,616,309
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	1,616,309

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 WORKSHEET				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

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

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

2 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	48,536
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) (see instructions). If (loss), enter -0- in Part I, line 8		3	

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 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	102,921	1,867,335	0.055117
2009	102,846	1,867,229	0.055079
2008	98,953	1,764,610	0.056076
2007	104,422	1,971,658	0.052962
2006	59,403	2,056,476	0.028886

2 Total of line 1, column (d)	2	0.248120
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.049624
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,861,814
5 Multiply line 4 by line 3	5	92,391
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	812
7 Add lines 5 and 6	7	93,203
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	98,320

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	812
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	0
3	Add lines 1 and 2	3	812
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	812
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	858
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	858
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	46
11	Enter the amount of line 10 to be Credited to 2012 estimated tax 46 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) RI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X

14 The books are in care of ► **RALPH SHUSTER, INC.** Telephone no ► **401-521-4477**
909 NORTH MAIN STREET
 Located at ► **PROVIDENCE** RI ZIP+4 ► **02904**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year
 ► **15**

16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No
		X	X

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

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

		Yes	No
1a During the year did the foundation (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ► ☐	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	N/A	1c	
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ► 20 , 20 , 20 , 20	☐ Yes ☒ No		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 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?	☐ 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.)	N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?			X

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ☐

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

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

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A** **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see 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
MATHEW SHUSTER 909 NORTH MAIN STREET PROVIDENCE RI 02904	DIRECTOR 2.00	0	0	0
GRACE GOLDBERG 909 NORTH MAIN STREET PROVIDENCE RI 02904	DIRECTOR 2.00	0	0	0
LEE MALKIN 909 NORTH MAIN STREET PROVIDENCE RI 02904	DIRECTOR 2.00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see 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

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 (see instructions). 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 ▶**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 (see instructions)

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	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	

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	1,574,328
b	Average of monthly cash balances	1b	315,839
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	1,890,167
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	1,890,167
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	28,353
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,861,814
6	Minimum investment return. Enter 5% of line 5	6	93,091

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	93,091
2a	Tax on investment income for 2011 from Part VI, line 5	2a	812
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	812
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	92,279
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	92,279
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	92,279

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	98,320
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		
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	98,320
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 instructions)	5	812
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	97,508

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				92,279
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			61,204	
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 ▶ \$ 98,320				
a Applied to 2010, but not more than line 2a			61,204	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				37,116
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 instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				55,163
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see 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 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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

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
N/A

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

c Any submission deadlines
N/A

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

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 STATEMENT 5				98,270
Total			► 3a	98,270
b Approved for future payment N/A				
Total			► 3b	

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2011**For calendar year 2011, or tax year beginning **12/01/11**, and ending **11/30/12**

Name

**RALPH & CLARA SHUSTER FOUNDATION
C/O RALPH SHUSTER INC.**

Employer Identification Number

22-1714042

(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) HP	P	07/27/07	02/28/12
(2) HP	P	08/24/07	03/01/12
(3) EXELON	P	02/01/05	04/13/12
(4) BAKER HUGHES	P	09/21/04	05/23/12
(5) BAXTER	P	10/20/08	07/19/12
(6) EMERSON	P	01/05/11	07/24/12
(7) APPLE	P	03/19/08	07/25/12
(8) WELLPOINT	P	08/18/09	08/30/12
(9) BANK AMERICA	P	08/19/03	09/17/12
(10) APPLE	P	03/19/08	10/08/12
(11) APPLE	P	03/19/08	10/09/12
(12) CONOCOPHILLIPS	P	10/29/07	10/15/12
(13) APPLE	P	03/19/08	10/26/12
(14) APPLE	P	03/19/08	11/08/12
(15)			

(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)
(1) 10,283		18,982	-8,699
(2) 50,000		50,576	-576
(3) 18,615		22,834	-4,219
(4) 7,956		8,709	-753
(5) 16,707		18,564	-1,857
(6) 17,978		23,144	-5,166
(7) 28,514		6,660	21,854
(8) 12,048		10,870	1,178
(9) 70,000		69,903	97
(10) 15,903		3,330	12,573
(11) 15,632		3,330	12,302
(12) 30,000		30,164	-164
(13) 15,056		3,330	11,726
(14) 13,570		3,330	10,240
(15)			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) OR Losses (from col (h))
(1)			-8,699
(2)			-576
(3)			-4,219
(4)			-753
(5)			-1,857
(6)			-5,166
(7)			21,854
(8)			1,178
(9)			97
(10)			12,573
(11)			12,302
(12)			-164
(13)			11,726
(14)			10,240
(15)			

SHUSTEFOU RALPH & CLARA SHUSTER FOUNDATION
 22-1714042
 FYE: 11/30/2012

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT ADVISORY FEES	\$ 16,137	\$ 16,137	\$	\$
TOTAL	\$ 16,137	\$ 16,137	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
FILING FEE	50			50
TOTAL	\$ 50	\$ 0	\$ 0	\$ 50

SHUSTEFOU RALPH & CLARA SHUSTER FOUNDATION
 22-1714042
 FYE: 11/30/2012

Federal Statements

Statement 3 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
AHB-STOCK	\$ 518,307	\$ 618,822	COST	\$ 825,368
TOTAL	\$ 518,307	\$ 618,822		\$ 825,368

Statement 4 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
AHN-CORP BONDS	\$ 683,405	\$ 741,018	COST	\$ 818,485
TOTAL	\$ 683,405	\$ 741,018		\$ 818,485

SHUSTEFOU RALPH & CLARA SHUSTER FOUNDATION

22-1714042

Federal Statements

FYE: 11/30/2012

Form 990-PF, Part XV, Line 1b - Managers Who Own 10% or More Stock

Name of Manager	Amount
NONE	\$
TOTAL	\$ 0

SHUSTEFOU RALPH & CLARA SHUSTER FOUNDATION
Federal Statements

22-1714042

FYE: 11/30/2012

Statement 5 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name		Address		Relationship	Status	Purpose	Amount
ACTS OF KINDNESS				PO BOX 2234	PUBLIC	GENERAL CHARITABLE	1,800
EAST GREENWICH RI 02818	N/A			415 FRIENDSHIP STREET	PUBLIC	GENERAL CHARITABLE	600
AMOS HOUSE				PO BOX 29182	PUBLIC	GENERAL CHARITABLE	360
AOK				PO BOX 1073	PUBLIC	GENERAL CHARITABLE	1,500
PROVIDENCE RI 02909	N/A			311 MAPLE AVENUE	PUBLIC	GENERAL CHARITABLE	1,800
AVON FOUNDATION				77 EDDY STREET	PUBLIC	GENERAL CHARITABLE	6,250
RYE NY 10580				1500 SUNSET BLVD	PUBLIC	GENERAL CHARITABLE	3,800
CHABAD OF BARRINGTON				160 BROAD STREET	PUBLIC	GENERAL CHARITABLE	250
BARRINGTON RI 02806	N/A			217 THOMPSON STREET	PUBLIC	GENERAL CHARITABLE	1,800
CITY YEAR				125 MAIDEN LANE	PUBLIC	GENERAL CHARITABLE	3,000
PROVIDENCE RI 02903	N/A			401 ELMGROVE AVENUE	PUBLIC	GENERAL CHARITABLE	1,000
CONGREGATION EMANUEL				324 HOPE STREET	PUBLIC	GENERAL CHARITABLE	500
HOUSTON TX 77005	N/A			265 OSFORD STREET	PUBLIC	GENERAL CHARITABLE	500
CROSSROADS RI				130 SESSIONS STREET	PUBLIC	GENERAL CHARITABLE	22,380
PROVIDENCE RI 02903	N/A			130 SESSIONS STREET	PUBLIC	GENERAL CHARITABLE	15,000
FOOTSTEPS				5603 SOUTH BRAESWOOD BOUL	PUBLIC	GENERAL CHARITABLE	3,000
NEW YORK NY 10012	N/A			300 CENTRAL PARK WEST	PUBLIC	GENERAL CHARITABLE	3,000
HAZON							
NEW YORK NY 10038	N/A						
HOLOCAUST MUSEUM							
PROVIDENCE RI 02906	N/A						
HOPE HIGH SCHOLARS							
PROVIDENCE RI 02906	N/A						
INSTITUTE FOR THE STUDY & PRACTICE							
PROVIDENCE RI 02905	N/A						
JEWISH ALLIANCE OF RI							
PROVIDENCE RI 02906	N/A						
JEWISH COMMUNITY DAY							
PROVIDENCE RI 02906	N/A						
JEWISH FEDERATION OF HOUS							
HOUSTON TX 77096	N/A						
KIVUNIM							
NEW YORK NY 10024	N/A						

SHUSTEFOU RALPH & CLARA SHUSTER FOUNDATION
Federal Statements

22-1714042

FYE: 11/30/2012

**Statement 5 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
 Year (continued)**

Name		Address		Relationship	Status	Purpose	Amount
Address							
MARISSA LOREA SCHOLARSHIP LINCOLN RI 02865		37 WILBUR ROAD	PUBLIC	N/A		GENERAL CHARITABLE	300
MECHON HADAR NEW YORK NY 10023		190 AMSTERDAM AVE	PUBLIC	N/A		GENERAL CHARITABLE	1,800
MIRIAM HOSPITAL FOUNDATION PROVIDENCE RI 02901		PO BOX H	PUBLIC	N/A		GENERAL CHARITABLE	1,800
MISC UNDER 250 PROVIDENCE RI 02906		909 NORTH MAIN STREET	PUBLIC	N/A		GENERAL CHARITABLE	400
NATIONAL MS SOCIETY - RI WARWICK RI 02886		205 HALLENE ROAD	PUBLIC	N/A		GENERAL CHARITABLE	1,250
ONE DAYS WAGES SEATTLE WA 98103		600 NORTH 36TH STREET	PUBLIC	N/A		GENERAL CHARITABLE	360
PROVIDENCE HEBREW DAY SCHOOL PROVIDENCE RI 02906		450 ELMGROVE AVENUE	PUBLIC	N/A		GENERAL CHARITABLE	4,600
RI MEALS ON WHEELS PROVIDENCE RI 02908		70 BATH STREET	PUBLIC	N/A		GENERAL CHARITABLE	1,800
SAVE THE BAY PROVIDENCE RI 02906		118 GROTTO AVE	PUBLIC	N/A		GENERAL CHARITABLE	500
SHA'AREI TFILOH CHARITY FUND PROVIDENCE RI 02906		475 ELMGROVE AVE	PUBLIC	N/A		GENERAL CHARITABLE	3,600
SOCIAL VENTURE PARTNERS O WARWICK RI 02888		15 S. ATLANTIC AVENUE	PUBLIC	N/A		GENERAL CHARITABLE	1,250
TEMPLE BETH SHALOM PROVIDENCE RI 02906		275 CAMP STREET	PUBLIC	N/A		GENERAL CHARITABLE	3,960
TEMPLE EMANUEL PROVIDENCE RI 02906		99 TAFT AVENUE	PUBLIC	N/A		GENERAL CHARITABLE	5,360
THE WHEELER SCHOOL PROVIDENCE RI 02906		216 HOPE STREET	PUBLIC	N/A		GENERAL CHARITABLE	500
YESHIVA KEHILATH YAKOV BROOKLYN NY 11211		638 BEDFORD AVENUE	PUBLIC	N/A		GENERAL CHARITABLE	2,000
ST MARY SCHOOL NORTH PROVIDENCE RI 02911		420 FRUIT HILL AVE	PUBLIC	N/A		GENERAL CHARITABLE	500
GORDON SCHOOL EAST PROVIDENCE RI 02914		45 MAXFIELD AVE	PUBLIC	N/A		GENERAL CHARITABLE	1,250

SHUSTEFOU RALPH & CLARA SHUSTER FOUNDATION
22-1714042
FYE: 11/30/2012

Federal Statements

**Statement 5 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name		Address		Relationship	Status	Purpose	Amount
ST ANDREWS SCHOOL	63 FEDERAL ROAD	N/A	PUBLIC			GENERAL CHARITABLE	500
BARRINGTON RI 02806							98,270
TOTAL							

Form
(Rev. January 2012)**8868****Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

Department of the Treasury
Internal Revenue Service► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension-check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions RALPH & CLARA SHUSTER FOUNDATION C/O RALPH SHUSTER INC.	Employer identification number (EIN) or ☒ 22-1714042
	Number, street, and room or suite no. If a P O box, see instructions 909 NORTH MAIN STREET	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions PROVIDENCE RI 02904	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**RALPH SHUSTER, INC.
909 NORTH MAIN STREET**

- The books are in the care of ► **PROVIDENCE**

RI 02904Telephone No ► **401-521-4477**

FAX No ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **07/15/13**, to file the exempt organization return for the organization named above. The extension is for the organization's return for.

► ☐ calendar year _____ or► ☒ tax year beginning **12/01/11**, and ending **11/30/12**

2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	858
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	858
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

DAA

Form **8868** (Rev. 1-2012)