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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

2012Department of the Treasury
Internal Revenue Service

Not This Form Is to Be Used to Prepare a Copy of This Return to Be Filed Separately

Open to Public Inspection

For calendar year 2012 or tax year beginning and ending

Name of foundation THE FEIBELMAN FOUNDATION C/O H JACK FEIBELMAN		A Employer identification number 05-0499644						
Number and street (or P.O. box number if mail is not delivered to street address) 11 BALDWIN ORCHARD DRIVE	Room/suite	B Telephone number (see instructions) 401-943-5040						
City or town, state and ZIP code CRANSTON RI 02920		C If exempt organization's principal place of business is in a foreign country, check here <input type="checkbox"/>						
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<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	D 1 Foreign organizations check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test check here and attach completion <input type="checkbox"/>
<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							
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation was terminated under section 507(b)(1)(A) check here <input type="checkbox"/>						
I Fair market value of all assets at end of year (from Part II column (c) line 16) \$ 3,845,345	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If foundation is in 60-month termination under section 507(b)(1)(B) check here <input type="checkbox"/>						

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amount 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)
Revenue	1 Contributions, gifts, grants, etc. received (attach schedule)	60,648			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	96,238	96,238		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 STMT 1	21,982			
	b Gross sales price for all assets on line 6a 1,185,948				
	7 Capital gain net income (from Part IV line 2)		10		
	8 Net short-term capital gain			0	
	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) STMT 2	3,418	3,418			
12 Total. Add lines 1 through 11	182,286	99,666	0		
Operating and Administrative Expenses	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) STMT 3	4,350	4,350		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	4,376	4,376		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 5	8,742	8,742		
	24 Total operating and administrative expenses. Add lines 13 through 23	17,468	17,468	0	0
25 Contributions, gifts, grants paid	293,527			293,527	
26 Total expenses and disbursements. Add lines 24 and 25	310,995	17,468	0	293,527	
27 Subtract line 26 from line 12	-128,709				
a Excess of revenue over expenses and disbursements		82,198			
b Net investment income (if negative, enter 0)					
c Adjusted net income (if negative, enter 0)			0		

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

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	25,550	158,826	158,826
	2	Savings and temporary cash investments			
	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 instructions)			
	7	Other notes and loans receivable (att. schedule) ▶			
		Less allowance for doubtful accounts ▶	0		
	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 6	3,497,018	3,686,519	3,686,519
	c	Investments – corporate bonds (attach schedule)			
Liabilities	11	Investments – land, buildings, and equipment basis ▶			
		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)	3,522,568	3,845,345	3,845,345
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (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. ▶ <input type="checkbox"/>			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	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	3,522,568	3,845,345	
	30	Total net assets or fund balances (see instructions)	3,522,568	3,845,345	
	31	Total liabilities and net assets/fund balances (see instructions)	3,522,568	3,845,345	

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	3,522,568
2	Enter amount from Part I, line 27a	2	-128,709
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	451,486
4	Add lines 1, 2, and 3	4	3,845,345
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	3,845,345

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 CAPITAL GAIN DISTRIBUTIONS				
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 10			10	
b				
c				
d				
e				
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))	
a			10	
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	10
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))
2011	419,849	3,544,231	0.118460
2010	224,358	3,456,428	0.064910
2009	240,210	3,059,373	0.078516
2008	245,308	2,664,782	0.092056
2007	235,183	5,209,839	0.045142
2 Total of line 1, column (d)			2 0.399084
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 0.079817
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 3,628,698
5 Multiply line 4 by line 3			5 289,632
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 822
7 Add lines 5 and 6			7 290,454
8 Enter qualifying distributions from Part XII, line 4			8 293,527

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	822
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" 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	0
3 Add lines 1 and 2	3	822
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	822
6 Credits/Payments		
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	822
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	822
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (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
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV		X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) 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 2012 or the taxable year beginning in 2012 (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 ► **H. JACK FEIBELMAN TRUSTEE** Telephone no ► **401-943-5040**
11 BALDWIN ORCHARD DRIVE
 Located at ► **CRANSTON** RI ZIP+4 ► **02920**

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 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►

16	Yes	No
		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2012 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 2012)	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 2012?		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))?	<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 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 instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A		5b
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
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? If "Yes" to 6b, file Form 8870			6b X
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?	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
H. JACK FEIBELMAN 11 BALDWIN ORCHARD DRIVE CRANSTON RI 02920	TRUSTEE 4.00	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	3,591,769
b	Average of monthly cash balances	1b	92,188
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	3,683,957
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	3,683,957
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	55,259
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,628,698
6	Minimum investment return. Enter 5% of line 5	6	181,435

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	181,435
2a	Tax on investment income for 2012 from Part VI, line 5	2a	822
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	822
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	180,613
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	180,613
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	180,613

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	293,527
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	293,527
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	822
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	292,705

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				180,613
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				112,988
c From 2009				88,951
d From 2010				52,959
e From 2011				244,157
f Total of lines 3a through e	499,055			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 293,527				
a Applied to 2011, but not more than line 2a				
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 2012 distributable amount				180,613
e Remaining amount distributed out of corpus	112,914			
5 Excess distributions carryover applied to 2012 (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	611,969			
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 2011 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0
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 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	611,969			
10 Analysis of line 9				
a Excess from 2008				112,988
b Excess from 2009				88,951
c Excess from 2010				52,959
d Excess from 2011				244,157
e Excess from 2012				112,914

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 2012, 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) 2012	(b) 2011	(c) 2010	(d) 2009	
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
N/A

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 or e-mail 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

Schedule of Contributors

OMB No 1545-0047

2012

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

Name of the organization

**THE FEIBELMAN FOUNDATION
C/O H. JACK FEIBELMAN**

Employer identification number

05-0499644

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 $\frac{1}{3}$ % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ► \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

THE FEIBELMAN FOUNDATION

Employer identification number

05-0499644

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	AFCO L.P. 11 BALDWIN ORCHARD DRIVE CRANSTON RI 02920	\$ 60,648	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

THE FEIBELMAN FOUNDATION

Employer identification number

05-0499644

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	2,500 SHARES OF AMERICA MOVIL	\$ 60,648	11/07/12
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Charles Schwab
Account Number PV 5149-5122

Name	Quantity	Closed Date	Opened Date	Proceeds	Cost Basis	Gain/Loss (\$)	Term
CURRENCYSHARES JAPANESE	389 0000	2/7/2012	10/5/2011	\$50,257 88	\$49,883 42	\$374 46	Long
ISHARES IBOXX INVESTOP	269 0000	10/9/2012	10/5/2011	\$32,713 22	\$29,938 01	\$2,775 21	Long
ISHARES TR BARKLAYS TIPS	451 0000	10/9/2012	9/27/2011	\$55,313 91	\$51,702 73	\$3,611 18	Long
PIMPCO EXCH TRADED FUND	132 0000	2/2/2012	10/4/2010	\$8,876 58	\$7,451 40	\$1,425 18	Long
PIMPCO EXCH TRADED FUND	334 0000	10/9/2012	10/4/2010	\$24,124 28	\$18,855 37	\$5,268 91	Long
POWERSHS QQQ TRUST SER I	144 0000	10/9/2012	2/1/2011	\$9,936 05	\$8,205 16	\$1,730 89	Long
SPDR GOLD TRUST - SALE	162 0000	6/11/2012		\$25,712 27			
SPDR GOLD TRUST - SALE	200 0000	7/20/2012		\$30,753 67			
SPDR GOLD TRUST - SALE	77 0000	10/9/2012		\$13,279.62			
SPDR GOLD TRUST - PURCHASE	86 0000		5/31/2011		\$12,869 90		
SPDR GOLD TRUST - PURCHASE	107 0000		10/4/2010		\$13,758 27		
SPDR GOLD TRUST - PURCHASE	228 0000		5/12/2010		\$27,719 66		
SPDR GOLD TRUST - PURCHASE	18 0000		10/31/2008		\$1,285 14		
TOTAL SPDR GOLD TRUST				\$69,745.56	\$55,632.97	\$14,112.59	Long
VANGUARD DIV APPRCIATION - SALE	393 0000	6/11/2012		\$21,767 70			
VANGUARD DIV APPRCIATION - PURCHASE	296 0000	6/11/2012	3/17/2010		\$14,470 03		
VANGUARD DIV APPRCIATION - PURCHASE	97 0000	6/11/2012	12/8/2010		\$5,025 61		
TOTAL VANGUARD DIV APPRCIATION				\$21,767.70	\$19,495.64	\$2,272.06	Long
VANGUARD MSCI EMERGING	496 0000	12/11/2012	5/31/2011	\$21,228 32	\$24,338 72	(\$3,110 40)	Long
VANGUARD REIT	140 0000	2/7/2012	9/15/2010	\$8,722 63	\$7,484 74	\$1,237 89	Long
VANGUARD TOTAL STOCK MKT	156 0000	2/7/2012	2/14/2006	\$10,664 47	\$9,909 44	\$755 03	Long
VANGUARD TOTAL STOCK MKT	60 0000	2/7/2012	7/7/2006	\$4,101 72	\$3,819 45	\$282.27	Long
VANGUARD TOTAL STOCK MKT	102.0000	2/7/2012	10/10/2007	\$6,972 92	\$7,902 20	(\$929 28)	Long
VANGUARD TOTAL STOCK MKT	130 0000	2/7/2012	2/26/2008	\$8,887 06	\$8,928 67	(\$41 61)	Long
VANGUARD TOTAL STOCK MKT	272 0000	2/7/2012	3/20/2008	\$18,594 46	\$17,853 80	\$740 66	Long
VANGUARD TOTAL STOCK MKT	600 0000	2/7/2012	3/20/2008	\$41,017 20	\$39,370 79	\$1,646 41	Long
VANGUARD TOTAL STOCK MKT	600.0000	2/7/2012	3/20/2008	\$41,017.20	\$39,372 89	\$1,644.31	Long
VANGUARD TOTAL STOCK MKT	744 0000	2/7/2012	3/20/2008	\$50,857 83	\$48,819 06	\$2,038 77	Long
			Total Long:	\$484,799.00	\$448,964.46	\$35,834.54	
S P D R S&P 500 ETF TR	255.0000	6/11/2012	6/6/2012	\$33,509.90	\$33,834 42	(\$324 52)	Short
SPDR BARCLAYS CAPITAL	1,431.0000	10/9/2012	2/14/2012	\$57,240 15	\$56,664 02	\$576 13	Short
ISHARES TR BARKLAYS TIPS	48 0000	6/11/2012	2/7/2012	\$5,765 76	\$5,724 85	\$40 91	Short
ISHARES TR BARKLAYS TIPS	255.0000	6/11/2012	9/27/2011	\$30,629 78	\$29,233 32	\$1,396 46	Short
ISHARES MSCI HK IDX FD - SOLD	5,317.0000	2/7/2012		\$89,801 35			
ISHARES MSCI HK IDX FD - PURCHASED	2,878.0000		10/5/2011		\$40,890 34		
ISHARES MSCI HK IDX FD - PURCHASED	2,439.0000		11/1/2011		\$39,939 60		
TOTAL ISHARES MSCI HK IDX FD				\$89,801.35	\$80,829.94	\$8,971.41	Short
ISHARES FTSE EPRA	217.0000	11/16/2012	6/11/2012	\$6,841 86	\$5,954 63	\$887 23	Short
			Total Short:	\$223,788.80	\$212,241.18	\$11,547.62	
				\$708,587.80	\$661,205.64	\$47,382.16	

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
				Sale Price	PURCHASE				
SEE ATTACHED		VARIOUS	VARIOUS	\$ 484,799	PURCHASE	448,935	\$	\$	35,864
SEE ATTACHED		VARIOUS	VARIOUS	223,789	PURCHASE	212,241			11,548
SEE ATTACHED		VARIOUS	VARIOUS	141,984	PURCHASE	36,883			105,101
SEE ATTACHED		VARIOUS	VARIOUS	64,353	PURCHASE	72,478			-8,125
SEE ATTACHED		VARIOUS	VARIOUS	270,911	PURCHASE	392,413			-121,502
POWERSHARES		VARIOUS	VARIOUS	102	PURCHASE				102
POWERSHARES		VARIOUS	VARIOUS		PURCHASE	1,016			-1,016
TOTAL				\$ 1,185,938	\$ 1,163,966	\$	0	\$	21,972

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
JANNEY MONTGOMERY SCOTT POWERSHARES K-1	\$ 1,177	\$ 1,177	\$
	2,241	2,241	
TOTAL	\$ 3,418	\$ 3,418	\$ 0

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	\$ 4,350	\$ 4,350	\$	\$
TOTAL	\$ 4,350	\$ 4,350	\$ 0	\$ 0

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAXES ON DIVIDENDS	\$ 4,376	\$ 4,376	\$	\$
TOTAL	\$ 4,376	\$ 4,376	\$ 0	\$ 0

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	\$
BROKER FEES	8,462	8,462		
OFFICE EXPENSE	153	153		
BANK FEES	77	77		
FILING FEES	50	50		
TOTAL	\$ 8,742	\$ 8,742	\$ 0	\$ 0

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
	\$	\$		\$
3486 SH VANGUARD TOTAL STK MKT	224,150		MARKET	
990 SH ISHARES TR BARCLAYS	112,365		MARKET	
1583 SH VANGUARD REIT	91,814		MARKET	
1644 SH VANGUARD DIV APPRCIATION	89,845		MARKET	
3751 SH MSCI JPN IDX	82,254		MARKET	
508 SH SPDR GOLD TRUST	77,211		MARKET	
4050 SH TELEFONICA SA	69,617		MARKET	
3437 SH ITAU UNI BANCO	63,791		MARKET	
955 SH POWERSHS QQQ	53,318		MARKET	
389 SH CURRENCY SHARES JAPANESE	49,765		MARKET	
2000 SH VALE	42,900		MARKET	
1119 SH VANGUARD MSCI EMERGING	42,757		MARKET	
1489 SH POWERSHS DB COMMDTY INX	39,965		MARKET	
2504 ISHARES GOLD TRUST	38,136		MARKET	
1000 SH KRAFT FOODS	37,360		MARKET	
1000 SH PLAINS EXPLORATION & PROD CO	36,720		MARKET	
1500 SH SAN JUAN BASIN	34,140		MARKET	
500 SH RANGE RESOURCES CORP	30,970		MARKET	
269 SH ISHARES IBOXX INVESTOR	30,601		MARKET	
466 SH PIMCO EXCH TRADED FUND	30,407		MARKET	
3000 SH ALLIANZ SE	28,410		MARKET	
28004 SH SCWHAB US TREAS FD	28,004		MARKET	
3400 CBRE CLARION BLBL REAL	23,256		MARKET	
500 SH SPDR SERIES TRUST ETF	17,330		MARKET	
500 SH XYLEM INC.	12,845		MARKET	
250 SH ITT CORP	4,833		MARKET	
500 SH EXELIS INC.	4,525		MARKET	
500 SH TALISON LITHIUM	1,638		MARKET	
62 SH ROYAL BANK OF SCOTLAND	195		MARKET	
20000 GOVT NATL MTG	3,674	329	MARKET	329
31000 FEDL NATL MTG	1,414	830	MARKET	830
25000 FEDL HOME LOAN	1,769	1,151	MARKET	1,151
69 SH SPDR GOLD TRUST		1,476	MARKET	1,476
1000 SH ATLANTIC POWER CORP		11,179	MARKET	11,179
333 SH KRAFT FOODS GRP INC		11,430	MARKET	11,430
300 SH PHILLIPS 66 COM		15,142	MARKET	15,142
461 SH KRAFT FOODS		15,930	MARKET	15,930
455 SH ISHARES ETF		20,962	MARKET	20,962
896 SH ISHARES ETF		23,783	MARKET	23,783
		23,869	MARKET	23,869

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
1000 SH MONDELEZ INTL INC		\$ 25,453	MARKET	\$ 25,453
284 SH ISHARES TR BARCLAYS		30,527	MARKET	30,527
687 SH MARKET VECTORS ETF TRUST		31,870	MARKET	31,870
610 SH WISDOMTREE EMERGING ETF		32,056	MARKET	32,056
1000 SH DOW CHEMICAL	30,555	32,329	MARKET	32,329
500 SH VENTAS INC.	28,760	32,360	MARKET	32,360
1000 SH BRISTOL MYERS SQUIB	27,565	32,590	MARKET	32,590
2000 SH ITAU UNI BANCO	35,240	32,920	MARKET	32,920
600 SH CONOCO PHILIPS	43,722	34,794	MARKET	34,794
500 SH JOHNSON & JOHNSON	32,790	35,050	MARKET	35,050
1384 SH MONDELEZ INTL INC	51,706	35,227	MARKET	35,227
801 SH VANGUARD MSCI EMERGING		35,669	MARKET	35,669
1000 SH AMERICAN WATERWORKS	31,860	37,130	MARKET	37,130
2000 SH TELEFONICA SA		40,470	MARKET	40,470
500 SH UNITED TECHNOLOGIES	36,545	41,005	MARKET	41,005
2000 SH GENERAL ELECTRIC	35,820	41,980	MARKET	41,980
1000 SH ALLIANT ENERGY	44,110	43,910	MARKET	43,910
1343 SH VANGUARD MSCI EAFE ETF	41,136	47,314	MARKET	47,314
250 SH IBM CORP		47,888	MARKET	47,888
1540 SH POWERSHS EXCH TRAD FD TR		48,427	MARKET	48,427
1756 SH POWERSHS DB COMMDTY INX		48,782	MARKET	48,782
2595 SH MSCI HK IDX FD		50,395	MARKET	50,395
2075 SH ISHARE MSCI GRMNY IDX		51,253	MARKET	51,253
2500 SH GENERAL ELECTRIC	44,775	52,475	MARKET	52,475
3437 ISHARES GOLD TRUST		55,952	MARKET	55,952
1000 SH AMERICAN EXPRESS	47,170	57,480	MARKET	57,480
696 SH ISHARE TR RUSSELL 2000		58,685	MARKET	58,685
2170 SH POWERSHARES S&P ETF		60,066	MARKET	60,066
822 SH VANGUARD TOTAL STK MKT		60,236	MARKET	60,236
1000 SH PROCTOR & GAMBLE	66,710	67,890	MARKET	67,890
1000 SH NEXTERA ENERGY INC.	60,880	69,190	MARKET	69,190
1000 SH JOHNSON & JOHNSON	65,580	70,100	MARKET	70,100
1000 SH PHILIP MORRIS	78,480	83,640	MARKET	83,640
4000 SH AMERICA MOVIL SAB	90,400	92,560	MARKET	92,560
2834 SH ISHARE FTSE EPRA		93,890	MARKET	93,890
1786 SH VANGUARD DIV APPRCIATION		106,392	MARKET	106,392
1935 SH VANGUARD REIT		127,323	MARKET	127,323
3000 SH JP MORGAN CHASE	99,750	131,907	MARKET	131,907
1500 SH BERKSHIRE HATHAWAY INC		134,550	MARKET	134,550

Federal Statements

Statement 6 - Form 990-PF: Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
2250 SH POWERSHS QQQ	\$	\$ 146,543	MARKET	\$ 146,543
2000 SH PHILIP MORRIS	156,960	167,280	MARKET	167,280
2000 SH EXXON MOBIL	169,520	173,100	MARKET	173,100
300 SH BERKSHIRE HTWY CL A	344,265	402,180	MARKET	402,180
12000 SH UNILEVER	412,440	459,600	MARKET	459,600
TOTAL	\$ 3,497,018	\$ 3,686,519		\$ 3,686,519

Statement 7 - Form 990-PF, Part III, Line 3 - Other Increases

<u>Description</u>	<u>Amount</u>
INCREASE IN FMV OF SECURITIES	\$ <u>451,486</u>
TOTAL	\$ <u><u>451,486</u></u>

Federal Statements

Statement 8 - Form 990-PF Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name		Address		Relationship	Status	Purpose	Amount
ADAPTIVE SPORTS CENTER		CRESTED BUTTE CO 81224		10 CRESTED BUTTE WAY	EXEMPT	CHARITABLE	2,500
ALZHEIMER'S ASSOCIATION		CHICAGO IL 60601		225 N. MICHIGAN AVENUE	EXEMPT	CHARITABLE	50
AMOS HOUSE		PROVIDENCE RI 02907		413 FRIENDSHIP STREET	EXEMPT	CHARITABLE	2,500
AUBURN PUBLIC LIBRARY ASSOCIATION		CRANSTON RI 02910		396 PONTIAC AVE	EXEMPT	CHARITABLE	50
BBB WISE GIVING ALLIANCE		ARLINGTON MA 22203		4200 WILSON BLVD, STE 800	EXEMPT	CHARITABLE	75
BROWN UNIVERSITY		PROVIDENCE RI 02912		45 PROSPECT STREET	EXEMPT	CHARITABLE	100
CHABAD		BROOKLYN NY 11213		770 EASTERN PARKWAY	EXEMPT	CHARITABLE	150
CHILDREN'S WISH FOUNDATION		ATLANTA GA 30350		8615 ROSWELL ROAD	EXEMPT	CHARITABLE	50
EASTER SEALS		CHICAGO IL 60606		233 SOUTH WACKER DRIVE	EXEMPT	CHARITABLE	125
EPILEPSY FOUNDATION		LANDOVER MD 20785		8301 PROFESSIONAL PLACE	EXEMPT	CHARITABLE	50
GENERAL ISRAEL ORPHANS HOME FOR		NEW YORK NY 10038		132 NASSAU STREET	EXEMPT	CHARITABLE	35
HOLCAUST EDUCATION AND RESEARCH		PROVIDENCE RI 02906		401 ELMGROVE AVE	EXEMPT	CHARITABLE	5,000
JEWISH ALLIANCE OF GREATER RI		PROVIDENCE RI 02906		401 ELMGROVE AVE	EXEMPT	CHARITABLE	5,000
JEWISH COMMUNITY DAY SCHOOL		PROVIDENCE RI 02906		85 TAFT AVENUE	EXEMPT	CHARITABLE	33,750
JEWISH SENIORS AGENCY		PROVIDENCE RI 02907		100 NIANTIC AVENUE	EXEMPT	CHARITABLE	500
JEWISH WAR VETERANS OF THE USA		WASHINGTON DC 20009		1811 R STREET NORTHWEST	EXEMPT	CHARITABLE	160
LIFECYCLE INC		N. PROVIDENCE RI 02911		7 KRISTEN DRIVE	EXEMPT	CHARITABLE	27,700
MARCH OF DIMES		WHITE PLAINS NY 10605		1275 MAMARONECK AVENUE	EXEMPT	CHARITABLE	100
MIRIAM HOSPITAL		PROVIDENCE RI 02906		164 SUMMIT AVENUE	EXEMPT	CHARITABLE	50,600

Federal Statements

Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
Address							
NCJW							
NEW YORK NY 10115				475 RIVERSIDE DRIVE	EXEMPT	CHARITABLE	86
NORTHEASTERN UNIVERSITY				360 HUNTINGTON AVENUE	EXEMPT	CHARITABLE	25,000
BOSTON MA 02115				70 SAINT STEPHEN STREET	EXEMPT	CHARITABLE	360
NORTHEASTERN UNIVERSITY HILLEL				P.O. BOX 302	EXEMPT	CHARITABLE	300
BOSTON MA 02115				1 CUNNINGHAM SQUARE	EXEMPT	CHARITABLE	1,500
OCEAN STATE THEATRE CO				3 SHALOM DRIVE	EXEMPT	CHARITABLE	20,000
WARWICK RI 02880				70 ORCHARD DRIVE	EXEMPT	CHARITABLE	5,260
PROVIDENCE COLLEGE				30 HAGEN AVENUE	EXEMPT	CHARITABLE	5,146
PROVIDENCE RI 02918				171 MADISON AVENUE	EXEMPT	CHARITABLE	100
TAMARISK RI ASSISTED LIVING				50 VALLEY STREET	EXEMPT	CHARITABLE	74,000
WARWICK RI 02886				35 CAMPUS AVE	EXEMPT	CHARITABLE	30,000
TEMPLE BETH-EL				EXEMPT	EXEMPT	CHARITABLE	3,280
PROVIDENCE RI 02906							
TEMPLE SINAI							
CRANSTON RI 02920							
THE BLUE CARD							
NEW YORK NY 10016							
UNITED WAY							
PROVIDENCE RI 02909							
UNIVERSITY OF RHODE ISLAND							
KINGSTON RI 02881							
VARIOUS CHARITIES							
TOTAL							293,527