EXTENDED TO AUGUST 15, 2013

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation: THE PECHTER FAMILY FOUNDATION

A Employer identification number: 05-0618996

Number and street (or P O box number if mail is not delivered to street address): 8230 210 STREET SOUTH

Room/suite:

B Telephone number: 561-982-7770

City or town, state, and ZIP code: BOCA RATON, FL 33433

C If exemption application is pending, check here ▶ [ ]

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [X] Address change [ ] 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: [X] 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) ▶$ 15,263,390.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	162,216.		N/A	
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	65,096.	65,096.		STATEMENT 1
	4 Dividends and interest from securities	88,831.	88,828.		STATEMENT 2
	5a Gross rents	945,466.	772,209.		STATEMENT 3
	b Net rental income or (loss) 533,196.				STATEMENT 4
	6a Net gain or (loss) from sale of assets not on line 10	434,965.			
	b Gross sales price for all assets on line 6a 5,507,079.				
	7 Capital gain net income (from Part IV, line 2)		434,965.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	<39,611.>	<3,489.>		STATEMENT 5
	12 **Total.** Add lines 1 through 11	1,656,963.	1,357,609.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	174,444.	87,222.		87,222.
	14 Other employee salaries and wages	16,484.	0.		0.
	15 Pension plans, employee benefits				
	16a Legal fees STMT 6	41,931.	41,931.		0.
	b Accounting fees STMT 7	6,470.	0.		0.
	c Other professional fees				
	17 Interest	29,101.	29,101.		0.
	18 Taxes STMT 8	34,321.	161.		0.
	19 Depreciation and depletion	199,532.	162,477.		
	20 Occupancy				
	21 Travel, conferences, and meetings	21,697.	21,697.		0.
	22 Printing and publications				
	23 Other expenses STMT 9	251,723.	149,880.		0.
	24 **Total operating and administrative expenses** Add lines 13 through 23	775,703.	492,469.		87,222.
	25 Contributions, gifts, grants paid	5,348,162.			5,348,162.
	26 **Total expenses and disbursements** Add lines 24 and 25	6,123,865.	492,469.		5,435,384.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<4,466,902.>			
	b **Net investment income** (if negative, enter -0-)		865,140.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	149,315.	315,236.	315,236.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶	2,500,000.	0.	0.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 12	2,310,695.	0.	0.
	b Investments - corporate stock STMT 13	422,704.	2,381,814.	2,397,700.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ 11,112,560.			
	Less accumulated depreciation STMT 14▶ 863,925.	10,444,033.	10,248,635.	10,248,635.
	12 Investments - mortgage loans			
	13 Investments - other STMT 15	3,826,184.	2,274,181.	2,274,181.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation STMT 16▶			
	15 Other assets (describe ▶ STATEMENT 17)	33,666.	27,638.	27,638.
	16 **Total assets** (to be completed by all filers)	19,686,597.	15,247,504.	15,263,390.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable	1,650,350.	1,620,615.	
	22 Other liabilities (describe ▶ STATEMENT 18)	17,666.	59,390.	
	23 **Total liabilities** (add lines 17 through 22)	1,668,016.	1,680,005.	
Net Assets or Fund Balances	**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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	18,018,581.	13,567,499.	
	30 **Total net assets or fund balances**	18,018,581.	13,567,499.	
	31 **Total liabilities and net assets/fund balances**	19,686,597.	15,247,504.	

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	18,018,581.
2	Enter amount from Part I, line 27a	2	<4,466,902.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	58,847.
4	Add lines 1, 2, and 3	4	13,610,526.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11	5	43,027.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,567,499.

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				
b	SEE ATTACHED STATEMENT			
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	5,507,079.		5,072,114.	434,965.

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				434,965.

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** 434,965.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 **3** N/A

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	760,325.	19,761,367.	.038475
2010	691,438.	19,917,126.	.034716
2009	644,638.	22,837,620.	.028227
2008	740,849.	10,611,798.	.069814
2007	1,048,590.	15,435,536.	.067934

2	**Total** of line 1, column (d)	2	.239166
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	.047833
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	16,894,398.
5	Multiply line 4 by line 3	5	808,110.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,651.
7	Add lines 5 and 6	7	816,761.
8	Enter qualifying distributions from Part XII, line 4	8	5,435,384.

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 ▶ ☐ 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	8,651.
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	8,651.
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	8,651.
6 Credits/Payments:				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	12,120.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	6,250.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	18,370.
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	9,719.
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 9,719. **Refunded** ▶			11	0.

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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL			
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*	8b	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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
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) STMT 19	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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JACK H. PECHTER Telephone no. ▶ 561-982-7770

Located at ▶ 8230 210 STREET SOUTH, BOCA RATON, FL ZIP+4 ▶ 33433

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

		Line	Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Line	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)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☒ Yes ☐ 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.)*		3b		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b		X

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

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

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

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

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

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

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

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

(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
SEE STATEMENT 20		174,444.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:				
a	Average monthly fair market value of securities			1a	3,589,857.
b	Average of monthly cash balances			1b	1,011,362.
c	Fair market value of all other assets			1c	12,550,454.
d	**Total** (add lines 1a, b, and c)			1d	17,151,673.
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	17,151,673.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	257,275.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	16,894,398.
6	**Minimum investment return.** Enter 5% of line 5			6	844,720.

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	844,720.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	8,651.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	4,704.		
c	Add lines 2a and 2b			2c	13,355.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	831,365.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	831,365.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	831,365.

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	5,435,384.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,435,384.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	8,651.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	5,426,733.

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				831,365.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			8,598.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 5,435,384.				
a Applied to 2011, but not more than line 2a			8,598.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				831,365.
e Remaining amount distributed out of corpus	4,595,421.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,595,421.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
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)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	4,595,421.			
10 Analysis of line 9.				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012 4,595,421.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2 a 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).)

SEE STATEMENT 21

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 ▶ [X] 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:

JACK H. PECHTER, 561-982-7770
8230 210 STREET SOUTH, BOCA RATON, FL 33433

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED LIST		PUBLIC CHARITY	CHARITY	607,258.
PECHTER COMMUNITY FOUNDATION INC 8230 210 STREET SOUTH BOCA RATON, FL 33433		PUBLIC CHARITY	CHARITY	4,740,904.
Total			▶ 3a	5,348,162.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Form **990-PF** (2012)

223611
12-05-12

13300715 144582 5040696.0 2012.04000 THE PECHTER FAMILY FOUNDATI 50406961

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	65,096.	
4 Dividends and interest from securities			14	88,831.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property	531120	49,484.	16	39,053.	
b Not debt-financed property			16	444,659.	
6 Net rental income or (loss) from personal property					
7 Other investment income			18	<1,984.>	
8 Gain or (loss) from sales of assets other than inventory			18	434,965.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a BOCA RATON COMMERCE					
b CENTER II, LLC	531120	<5,210.>			
c PTP PARTNERSHIP INCOME		<30,912.>			
d PTP PARTNERSHIP INCOME			18	<1,505.>	
e					
12 Subtotal. Add columns (b), (d), and (e)		13,362.		1,069,115.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 1,082,477.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Renee J. McGowan 7/31/2013 Treasurer

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DAVID A. KATZMAN	David A Katzman CPA	7/17/13		P00033289
Firm's name ▶ CBIZ MHM, LLC			Firm's EIN ▶ 34-1900735	
Firm's address ▶ 1675 N. MILITARY TRAIL, FIFTH FLOOR BOCA RATON, FL 33486			Phone no. (561) 994-5050	

Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization

THE PECHTER FAMILY FOUNDATION

Employer identification number

05-0618996

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 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	Employer identification number
THE PECHTER FAMILY FOUNDATION	05-0618996

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	JACK & MARILYN PECHTER 8230 210 STREET SOUTH BOCA RATON, FL 33433	$ 162,216.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
THE PECHTER FAMILY FOUNDATION	05-0618996

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
		$	

(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
		$	

Name of organization	Employer identification number
THE PECHTER FAMILY FOUNDATION	05-0618996

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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	GOLDMAN SACHS #459 SEE STATEMENT	P	VARIOUS	12/31/12
b	GOLDMAN SACHS #459 SEE STATEMENT	P	VARIOUS	12/31/12
c	GOLDMAN SACHS #459 SEE STATEMENT	P	VARIOUS	12/31/12
d	GOLDMAN SACHS #837 SEE STATEMENT	P	VARIOUS	12/31/12
e	GOLDMAN SACHS #837 SEE STATEMENT	P	VARIOUS	12/31/12
f	GOLDMAN SACHS #210 SEE STATEMENT	P	VARIOUS	12/31/12
g	GOLDMAN SACHS #210 SEE STATEMENT	P	VARIOUS	12/31/12
h	GOLDMAN SACHS #210 SEE STATEMENT	P	VARIOUS	12/31/12
i	AMERITRADE #258 SEE STATEMENT	P	VARIOUS	12/31/12
j	AMERITRADE #258 SEE STATEMENT	P	VARIOUS	12/31/12
k	CAPITAL GAINS DIVIDENDS			
l				
m				
n				
o				

	(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	212,913.		208,921.	3,992.
b	430,988.		422,827.	8,161.
c	2,517,396.		2,297,372.	220,024.
d	82,458.		81,095.	1,363.
e	180,293.		129,885.	50,408.
f	58,765.		51,049.	7,716.
g	67,361.		58,136.	9,225.
h	190,731.		139,612.	51,119.
i	1,291,274.		1,241,564.	49,710.
j	470,796.		441,653.	29,143.
k	4,104.			4,104.
l				
m				
n				
o				

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				3,992.
b				8,161.
c				220,024.
d				1,363.
e				50,408.
f				7,716.
g				9,225.
h				51,119.
i				49,710.
j				29,143.
k				4,104.
l				
m				
n				
o				

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	434,965.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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05-01-12

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

SOURCE	AMOUNT
AMERITRADE	7,355.
AMERITRADE OID	1,149.
FPL DEPOSITS	13.
GOLDMAN SACHS #210	5.
GOLDMAN SACHS #459	5,318.
GOLDMAN SACHS #459 ACCRUED INTEREST PAID	<436.>
GOLDMAN SACHS #459 OID	703.
GOLDMAN SACHS #459 US TREASURY	12,906.
GOLDMAN SACHS #837	86.
HAWKEYE CENTRAL LLC	37,500.
US TREASURY	10.
WHITING USA TRUST ADD'L OID	487.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	65,096.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AMERITRADE #258	58,876.	4,095.	54,781.
BOCA RATON COMMERCE CENTER	5.	0.	5.
GOLDMAN SACHS #210	4,291.	0.	4,291.
GOLDMAN SACHS #459	27,798.	0.	27,798.
GOLDMAN SACHS #837	836.	0.	836.
PTP PARTNERSHIP DIVIDENDS	258.	9.	249.
PTP PARTNERSHIP INTEREST	871.	0.	871.
TOTAL TO FM 990-PF, PART I, LN 4	92,935.	4,104.	88,831.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
COMMERCIAL PROPERTY, MELBOURNE FL	2	300,163.
2101 KANNER, LLC COMMERCIAL PROPERTY, FL	3	312,063.
PFGI, LLC COMMERCIAL PROPERTY, FL	5	333,240.
TOTAL TO FORM 990-PF, PART I, LINE 5A		945,466.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		58,850.	
COMMERCIAL PROPERTY, MELBOURNE FL REPAIRS & MAINTENANCE		18,966.	
COMMERCIAL PROPERTY, MELBOURNE FL UTILITIES		10,465.	
COMMERCIAL PROPERTY, MELBOURNE FL MANAGEMENT FEES		7,500.	
COMMERCIAL PROPERTY, MELBOURNE FL RE TAXES		<3,102.>	
COMMERCIAL PROPERTY, MELBOURNE FL COMMISSIONS		9,177.	
COMMERCIAL PROPERTY, MELBOURNE FL CONTRACT LABOR		6,200.	
COMMERCIAL PROPERTY, MELBOURNE FL INSURANCE		2,551.	
COMMERCIAL PROPERTY, MELBOURNE FL LICENSES AND PERMITS		300.	
- SUBTOTAL -	2		110,907.
DEPRECIATION		62,647.	
COMMERCIAL PROPERTY, REPAIRS AND MAINTENANCE		680.	
COMMERCIAL PROPERTY, UTILITIES		2,845.	
COMMERCIAL PROPERTY, RE TAXES		32,535.	
COMMERCIAL PROPERTY, INSURANCE		24,225.	
		0.	
COMMERCIAL PROPERTY, ACCOUNTING		537.	
COMMERCIAL PROPERTY, INTEREST EXPENSE		99,889.	
COMMERCIAL PROPERTY, OFFICE EXPENSES		166.	
- SUBTOTAL -	3		223,524.
DEPRECIATION		75,762.	
COMMERCIAL PROPERTY, ACCOUNTING		462.	
COMMERCIAL PROPERTY, OFFICE EXPENSES		140.	
COMMERCIAL PROPERTY, MAINTENANCE		1,475.	
- SUBTOTAL -	5		77,839.
TOTAL RENTAL EXPENSES			412,270.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			533,196.

FORM 990-PF OTHER INCOME STATEMENT 5

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
AMERITRADE ROYALTY LOSS	<1,984.>	<1,984.>	
BOCA RATON COMMERCE CENTER II, LLC	<5,210.>	0.	
PTP PARTNERSHIP INCOME	<30,912.>	0.	
PTP PARTNERSHIP INCOME	<1,505.>	<1,505.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<39,611.>	<3,489.>	

FORM 990-PF LEGAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	41,931.	41,931.		0.
TO FM 990-PF, PG 1, LN 16A	41,931.	41,931.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	6,470.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	6,470.	0.		0.

FORM 990-PF — TAXES — STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES (GOLDMAN SACHS)	161.	161.		0.
FEDERAL EXCISE TAX	4,285.	0.		0.
STATE INCOME TAXES	5,835.	0.		0.
FEDERAL ESTIMATED TAXES	24,040.	0.		0.
TO FORM 990-PF, PG 1, LN 18	34,321.	161.		0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES (GS 459)	10,054.	10,054.		0.
INVESTMENT FEES (GS 210)	3,497.	3,497.		0.
OFFICE EXPENSES	1,559.	0.		0.
AUTO EXPENSES	111.	0.		0.
MEALS	10,854.	0.		0.
INVESTMENT EXPENSES AMERITRADE	67.	67.		0.
INVESTMENT FEES AMERITRADE	10,570.	10,570.		0.
COMMERCIAL PROPERTY, MELBOURNE FL REPAIRS & MAINTENANCE	18,966.	18,966.		0.
COMMERCIAL PROPERTY, MELBOURNE FL UTILITIES	10,465.	10,465.		0.
COMMERCIAL PROPERTY, MELBOURNE FL MANAGEMENT FEES	7,500.	7,500.		0.
COMMERCIAL PROPERTY, MELBOURNE FL RE TAXES	<3,102.>	<3,102.>		0.
COMMERCIAL PROPERTY, MELBOURNE FL COMMISSIONS	9,177.	9,177.		0.
COMMERCIAL PROPERTY, MELBOURNE FL CONTRACT LABOR	6,200.	6,200.		0.
COMMERCIAL PROPERTY, MELBOURNE FL INSURANCE	2,551.	2,551.		0.
COMMERCIAL PROPERTY, MELBOURNE FL LICENSES AND PERMITS	300.	300.		0.
COMMERCIAL PROPERTY, REPAIRS AND MAINTENANCE	680.	302.		0.
COMMERCIAL PROPERTY, UTILITIES	2,845.	1,265.		0.

COMMERCIAL PROPERTY, RE TAXES	32,535.	14,472.		0.
COMMERCIAL PROPERTY, INSURANCE	24,225.	10,775.		0.
COMMERCIAL PROPERTY, ACCOUNTING	537.	239.		0.
COMMERCIAL PROPERTY, INTEREST EXPENSE	99,889.	44,431.		0.
COMMERCIAL PROPERTY, OFFICE EXPENSES	166.	74.		0.
COMMERCIAL PROPERTY, ACCOUNTING	462.	462.		0.
COMMERCIAL PROPERTY, OFFICE EXPENSES	140.	140.		0.
COMMERCIAL PROPERTY, MAINTENANCE	1,475.	1,475.		0.
TO FORM 990-PF, PG 1, LN 23	251,723.	149,880.		0.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 10

DESCRIPTION	AMOUNT
INCOME ADJUSTMENTS PER TAX REPORTS NOT RECORDED FOR BOOKS	58,847.
TOTAL TO FORM 990-PF, PART III, LINE 3	58,847.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 11

DESCRIPTION	AMOUNT
BOOK/TAX ADJUSTMENT FOR ACCRUED REAL ESTATE TAXES	43,027.
TOTAL TO FORM 990-PF, PART III, LINE 5	43,027.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 12

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - BONDS	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF CORPORATE STOCK STATEMENT 13

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - STOCKS	2,381,814.	2,397,700.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,381,814.	2,397,700.

FORM 990-PF DEPRECIATION OF ASSETS HELD FOR INVESTMENT STATEMENT 14

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
BUILDINGS MELBOURNE FL	2,289,469.	343,401.	1,946,068.
BUILDING IMPROVEMENTS	8,500.	1,278.	7,222.
BUILDING IMPROVEMENTS A/C	1,595.	565.	1,030.
BUILDING IMPROVEMENTS COMMERCIAL WALL	6,370.	829.	5,541.
BUILDING IMPROVEMENTS	15,123.	1,607.	13,516.
LAND	441,291.	0.	441,291.
SIGNS EAST DRIVE, MELBOURNE	2,500.	1,309.	1,191.
FURNITURE & FIXTURES	2,000.	1,400.	600.
BUILDINGS KANNER HWY	2,150,598.	222,874.	1,927,724.
IMPROVEMENTS	112,542.	30,325.	82,217.
LAND	893,673.	0.	893,673.
BUILDINGS PFGI	2,954,708.	258,064.	2,696,644.
LAND	2,230,057.	0.	2,230,057.
TOTAL TO FM 990-PF, PART II, LN 11	11,108,426.	861,652.	10,246,774.

FORM 990-PF OTHER INVESTMENTS STATEMENT 15

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - LLC	COST	2,274,181.	2,274,181.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,274,181.	2,274,181.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 16

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
PDC DEVELOPMENT	1,708.	939.	769.
COMPUQUIP HP ELITEBOOK	1,178.	648.	530.
COMPUTER	1,247.	686.	561.
TOTAL TO FM 990-PF, PART II, LN 14	4,133.	2,273.	1,860.

FORM 990-PF OTHER ASSETS STATEMENT 17

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
SECURITY DEPOSIT	5,333.	6,933.	6,933.
ESCROW AND UTILITY DEPOSITS	28,333.	20,705.	20,705.
TO FORM 990-PF, PART II, LINE 15	33,666.	27,638.	27,638.

FORM 990-PF OTHER LIABILITIES STATEMENT 18

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
SECURITY DEPOSITS	7,893.	11,493.
SALES TAX PAYABLE	4,421.	4,870.
REAL ESTATE TAXES PAYABLE	5,352.	43,027.
TOTAL TO FORM 990-PF, PART II, LINE 22	17,666.	59,390.

FORM 990-PF LIST OF CONTROLLED ENTITIES STATEMENT 19
PART VII-A, LINE 11

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
BOCA COMMERCE CENTER II, LLC	33-1178104

ADDRESS

751 PARK OF COMMERCE DRIVE #128
BOCA RATON 33487

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 20
TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JACK H. PECHTER 8230 210 STREET SOUTH BOCA RATON, FL 33433	DIRECTOR 10.00	0.	0.	0.
MARILYN A. PECHTER 8230 210 STREET SOUTH BOCA RATON, FL 33433	DIRECTOR 10.00	0.	0.	0.
MARTIN H. PECHTER 8230 210 STREET SOUTH BOCA RATON, FL 33433	VICE PRESIDENT 10.00	0.	0.	0.
JEFFREY S. PECHTER 8230 210 STREET SOUTH BOCA RATON, FL 33433	VICE PRESIDENT 10.00	0.	0.	0.
SHELLY PECHTER HIMMELRICH 8230 210 STREET SOUTH BOCA RATON, FL 33433	PRESIDENT 10.00	89,062.	0.	0.
DARRELL FRIEDMAN 8230 210 STREET SOUTH BOCA RATON, FL 33433	DIRECTOR 10.00	0.	0.	0.

MITCHELL D. SCHEPPS 8230 210 STREET SOUTH BOCA RATON, FL 33433	DIRECTOR 10.00	0.	0.	0.
R. BRADY OSBORNE, JR. 8230 210 STREET SOUTH BOCA RATON, FL 33433	DIRECTOR 10.00	0.	0.	0.
RENEE MCGOVERN 8230 210 STREET SOUTH BOCA RATON, FL 33433	SECRETARY-TREASURER 40.00	85,382.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		174,444.	0.	0.

FORM 990-PF PART XV - LINE 1A STATEMENT 21

LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

JACK H. PECHTER
MARILYN A. PECHTER

2012 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
203	PDC DEVELOPMENT	08/27/12	SL	5.00	HY	19B	1,708.			854.	854.			939.	85.
204	COMPUQUIP HP ELITEBOOK	03/12/12	SL	5.00	HY	19B	1,178.			589.	589.			648.	59.
205	COMPUTER	08/01/12	SL	5.00	HY	19B	1,247.			624.	623.			686.	62.
	* TOTAL 990-PF PG 1 DEPR						4,133.			2,067.	2,066.	0.		2,273.	206.

228111
05-01-12

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	3,992 65	Net Covered Long-Term Gains (Losses)	0 00	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short-Term Gains (Losses)	8,161 01	Net NonCovered Long-Term Gains (Losses)	220,023 99		
Net 1099B Non Reportable Short-Term Gains (Losses)	0 00	Net 1099B Non Reportable Long-Term Gains (Losses)	0 00		
Net Miscellaneous Short-Term Gains (Losses)	0 00	Net Miscellaneous Long-Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short-Term Gains (Losses)	0 00	Net Regulated Futures Contract Long-Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**12,153.66**	**Total Long-Term Gains (Losses)**	**220,023.99**	**Total Ordinary Gains (Losses)**	**0.00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
GS U S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	05/03/2012	10/15/2012	46.00	500.02	0.00	489 44	10.58
GS U S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	06/07/2012	10/15/2012	1,339.51	14,560.44	0.00	14,238.96	321 48
GS INVESTMENT GRADE CREDIT FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H829)	03/29/2012	10/17/2012	2,214.02	22,317.29	0.00	21,166.00	1,151.29
GS U.S. MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	06/07/2012	10/17/2012	3,365.49	36,549.25	0 00	35,775.19	774.06
GS U.S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	06/11/2012	10/17/2012	6,046.00	65,659 56	0.00	64,329 44	1,330.12
GS U S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	09/05/2012	10/17/2012	6,752.00	73,326.72	0.00	72,921.60	405.12
Net Covered Short-Term Gains (Losses)				**212,913.28**	**0.00**	**208,920.63**	**3,992.65**
NonCovered Short-Term Gains (Losses)							
U S TREASURY BOND 3.125000% 11/15/2041 MN OFF THE RUN (912810QT8)	02/07/2012	06/05/2012	20,000 00	22,124 92	0.00	19,828.21	2,296 71
U.S TREASURY BOND 6.125% 11-15-2027 (912810FB9)	07/14/2011	06/05/2012	10,000.00	15,460.12	(120 41)	12,852 29	2,607.83

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Short-Term Gains (Losses)							
U S TREASURY NOTE 1.250000% 04/30/2019 AO ON THE RUN (912828ST8)	05/17/2012	06/11/2012	10,000.00	10,143.71	(0 70)	10,073.56	70.15
U S TREASURY NOTE 1 750000% 05/15/2022 MN ON THE RUN (912828SV3)	05/17/2012	06/11/2012	10,000.00	10,153.12	(0 34)	10,054.78	98.34
U S TREASURY NOTE 1.375000% 12/31/2018 JD ON THE RUN (912828RY8)	01/10/2012	07/12/2012	20,000.00	20,628.05	0.00	19,975.00	653.05
U S TREASURY NOTE 1.625000% 08/15/2022 FA OFF THE RUN (912828TJ9)	08/10/2012	08/20/2012	10,000.00	9,822.62	0.00	9,983 63	(161.01)
U S TREASURY NOTE 1 375000% 12/31/2018 JD ON THE RUN (912828RY8)	01/10/2012	08/28/2012	90,000.00	92,319.95	0.00	89,887.50	2,432.45
U S TREASURY NOTE 1.750000% 05/15/2022 MN ON THE RUN (912828SV3)	07/26/2012	08/28/2012	10,000.00	10,139.02	(2.44)	10,285.88	(146.86)
U.S TREASURY NOTE 1.750000% 05/15/2022 MN ON THE RUN (912828SV3)	08/20/2012	08/28/2012	10,000.00	10,139.02	0.00	9,968.79	170.23
U.S TREASURY NOTE 1 750000% 05/15/2022 MN ON THE RUN (912828SV3)	08/06/2012	08/28/2012	30,000.00	30,417.07	(2.89)	30,515.20	(98.13)
U.S TREASURY NOTE 0 500000% 07/31/2017 JJ ON THE RUN (912828TG5)	08/10/2012	09/05/2012	10,000.00	9,947.63	0.00	9,906.68	40.95
U.S TREASURY NOTE 0.250000% 10/15/2015 AO ON THE RUN (912828TT7)	10/10/2012	10/15/2012	80,000.00	79,774.73	0 00	79,756.52	18.21
U.S TREASURY NOTE 0 875000% 07/31/2019 JJ ON THE RUN (912828TH3)	08/10/2012	10/15/2012	10,000.00	9,888.63	0 00	9,850.43	38.20
U S TREASURY NOTE 1.000000% 08/31/2019 FA ON THE RUN (912828TN0)	09/25/2012	10/15/2012	20,000.00	19,916.33	0.00	19,890 70	25.63
U S TREASURY NOTE 0 250000% 09/15/2015 MS ON THE RUN (912828TP5)	09/25/2012	10/17/2012	30,000.00	29,874.51	0.00	29,912.21	(37.70)
U S TREASURY NOTE 0.500000% 07/31/2017 JJ ON THE RUN (912828TG5)	08/10/2012	10/17/2012	10,000.00	9,886.69	0.00	9,906.68	(19.99)

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
GS U.S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	05/26/2011	10/15/2012	9,624.64	104,619.83	0 00	100,000.00	4,619.83
U.S TREASURY BOND 4 250000% 05/15/2039 MN TREASURY ON THE RUN SR LIEN (912810QB7)	05/15/2009	10/15/2012	10,000.00	12,931 21	(15.67)	10,235.93	2,695.28
U S TREASURY BOND 4 375000% 11/15/2039 MN ON THE RUN SR LIEN (912810QD3)	11/12/2009	10/15/2012	15,000.00	19,782.95	0 00	14,846 20	4,936 75
U S TREASURY NOTE 1 375000% 02/15/2013 FA ON THE RUN SR LIEN (912828MN7)	03/05/2010	10/15/2012	55,000.00	55,227.55	0.00	54,929.29	298.26
U S. TREASURY NOTE 1.500000% 12/31/2013 JD ON THE RUN SR LIEN (912828JW1)	12/23/2008	10/15/2012	10,000 00	10,153.48	0.00	9,991 65	161.83
U S TREASURY NOTE 2.250000% 07/31/2018 JJ ON THE RUN (912828QY9)	08/08/2011	10/15/2012	10,000.00	10,802.70	(44.68)	10,232 70	570.00
U S TREASURY NOTE 2 250000% 07/31/2018 JJ ON THE RUN (912828QY9)	08/15/2011	10/15/2012	10,000.00	10,802 70	(70.78)	10,371.45	431 25
UST STRIP TPRIN DUE 05/15/2020 C (912803AT0)	05/08/2009	10/15/2012	10,000.00	9,103.60	0.00	7,328.42	1,775 18
FHLB 4.125% 03/13/2020 MS SER JT-2020 SR LIEN (3133XXP50)	04/05/2011	10/17/2012	30,000.00	35,193.81	(134.88)	30,773.67	4,420 14
FHLB 5 625% 03/14/2036 MS (3133XFJ49)	10/22/2009	10/17/2012	15,000.00	20,415.15	(71.44)	16,158.26	4,256.89
FHLMC 1 0% 08/20/2014 FA (3134G2UA8)	10/06/2011	10/17/2012	82,000.00	82,969.98	(224.29)	82,405.31	564.67
GS INVESTMENT GRADE CREDIT FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H829)	05/15/2009	10/17/2012	11,143.33	112,324 75	0 00	90,260.96	22,063 79
U.S TREASURY BOND 4 750000% 02/15/2041 FA OFF THE RUN (912810QN1)	03/11/2011	10/17/2012	10,000.00	13,646 05	(8.45)	10,325 57	3,320 48
U.S TREASURY NOTE 1.250000% 02/15/2014 FA ON THE RUN (912828QH6)	02/17/2011	10/17/2012	29,000.00	29,381.66	0.00	28,914.00	467.66
U.S. TREASURY NOTE 2.250000% 07/31/2018 JJ ON THE RUN (912828QY9)	08/15/2011	10/17/2012	10,000.00	10,725.36	(71.12)	10,371.11	354.25

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
GS U S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	12/17/2010	08/10/2012	2,927.24	31,409.32	0 00	29,799 34	1,609.98
GS U S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	12/03/2010	08/10/2012	4,821 76	51,737.46	0 00	49,471 23	2,266 23
U S TREASURY BOND 3 875000% 08/15/2040 FA ON THE RUN (912810QK7)	09/08/2010	09/05/2012	10,000.00	12,507.77	(13.14)	10,336 86	2,170 91
U S TREASURY BOND 6 00% 02-15-2026 (912810EW4)	10/22/2009	09/05/2012	10,000.00	14,762 47	(287.12)	11,903 55	2,858 92
GS U S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	02/14/2011	09/25/2012	178 05	1,937 13	0 00	1,805 38	131 75
GS U S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	12/17/2010	09/25/2012	12,533 96	136,369.44	0.00	127,595.67	8,773.77
GS INVESTMENT GRADE CREDIT FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H829)	07/30/2008	09/28/2012	6,058 94	60,710.55	0.00	56,166 35	4,544.20
GS INVESTMENT GRADE CREDIT FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H829)	04/29/2009	09/28/2012	10,599.06	106,202.61	0.00	83,944.58	22,258.03
GS U S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	02/14/2011	09/28/2012	12,846.00	139,507.56	0 00	130,258 44	9,249.12
U S TREASURY NOTE 1 250000% 08/31/2015 FA ON THE RUN (912828NV8)	09/02/2010	09/28/2012	190,000 00	195,165.63	791.06	188,891.06	6,274.57
U S TREASURY BOND 3 875000% 08/15/2040 FA ON THE RUN (912810QK7)	09/08/2010	10/10/2012	20,000 00	24,218.67	(27.62)	20,672.38	3,546 29
GS INVESTMENT GRADE CREDIT FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H829)	05/15/2009	10/15/2012	3,733.22	37,742.80	0 00	30,239.04	7,503.76
GS INVESTMENT GRADE CREDIT FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H829)	04/29/2009	10/15/2012	6,635.79	67,087.79	0.00	52,555.42	14,532.37
GS U S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	02/14/2011	10/15/2012	1,768.85	19,227.44	0.00	17,936.18	1,291.26

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

Goldman Sachs

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
GS U S. MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	04/29/2009	04/23/2012	10,450.00	110,979.00	0.00	97,916 50	13,062.50
U.S TREASURY NOTE 1.250000% 02/15/2014 FA ON THE RUN (912828QH6)	02/17/2011	04/23/2012	61,000.00	62,079.42	0.00	60,819.11	1,260.31
U S TREASURY NOTE 1.250000% 02/15/2014 FA ON THE RUN (912828QH6)	02/16/2011	04/23/2012	89,000.00	90,574.88	0 00	88,638 73	1,936.15
GS U S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	10/06/2010	05/17/2012	2,773.45	29,509.49	0.00	28,483.31	1,026.18
GS U.S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	04/29/2009	05/17/2012	9,575.94	101,887.94	0.00	89,726.51	12,161.43
GS INVESTMENT GRADE CREDIT FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H829)	07/30/2008	06/21/2012	6,344.00	61,727.12	0.00	58,808.88	2,918.24
GS U S. MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	10/06/2010	06/21/2012	3,300.00	35,112.00	0.00	33,891.00	1,221.00
U S TREASURY BOND 4.375000% 05/15/2041 MN ON THE RUN (912810QQ4)	05/17/2011	07/12/2012	10,000.00	13,862.46	(4.78)	10,238.23	3,624.23
FHLB 5 625% 03/14/2036 MS (3133XFJ49)	10/22/2009	07/26/2012	10,000.00	14,226.00	(43.71)	10,776.09	3,449.91
GS INVESTMENT GRADE CREDIT FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H829)	07/30/2008	07/26/2012	1,340.00	13,333.00	0.00	12,421.80	911.20
GS U S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	10/06/2010	07/26/2012	4,952.00	53,134.96	0.00	50,857.04	2,277.92
U S TREASURY NOTE 2 375000% 05/31/2018 MN ON THE RUN (912828QQ6)	06/03/2011	07/26/2012	10,000.00	10,934.34	(7.61)	10,042.39	891.95
GS U S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	12/03/2010	08/06/2012	4,065.87	43,667.39	0 00	41,715.77	1,951.62
GS U.S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	10/06/2010	08/06/2012	5,138.14	55,183.57	0.00	52,768.65	2,414.92

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

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Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Short-Term Gains (Losses)							
U S TREASURY NOTE 0 875000% 01/31/2017 JJ ON THE RUN (912828SC5)	02/07/2012	10/17/2012	20,000 00	20,191.34	(7 38)	20,046.59	144.75
U S TREASURY NOTE 0 875000% 04/30/2017 AO ON THE RUN (912828SS0)	05/17/2012	10/17/2012	20,000.00	20,160.87	(11.93)	20,132 67	28.20
Net NonCovered Short-Term Gains (Losses)				**430,988.33**	**(146.09)**	**422,827.32**	**8,161.01**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
FHLB 4 5% 09/13/2019 MS SR LIEN (3133XUMS9)	11/03/2009	01/10/2012	100,000.00	118,173 97	(596 24)	102,604 86	15,569 11
GS INVESTMENT GRADE CREDIT FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H829)	07/30/2008	01/25/2012	2,898.09	27,300 01	0 00	26,865.29	434 72
GS U S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	04/29/2009	01/25/2012	5,109.01	53,900.00	0.00	47,871.38	6,028 62
U S. TREASURY BOND 6.00% 02-15-2026 (912810EW4)	10/22/2009	01/25/2012	10,000 00	14,143.72	(222.70)	11,967.97	2,175.75
U S TREASURY NOTE 1 375000% 02/15/2013 FA ON THE RUN SR LIEN (912828MN7)	03/05/2010	01/25/2012	50,000.00	50,648.27	0 00	49,935.71	712.56
GS INVESTMENT GRADE CREDIT FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H829)	07/30/2008	02/07/2012	6,529.66	62,292.96	0.00	60,529 95	1,763 01
GS U S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	04/29/2009	02/07/2012	1,128 07	11,934.93	0 00	10,569.97	1,364.96
GS INVESTMENT GRADE CREDIT FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H829)	07/30/2008	03/22/2012	46.00	437 46	0.00	426 42	11 04
GS U S MORTGAGES FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H837)	04/29/2009	03/22/2012	677.00	7,149 12	0.00	6,343 49	805 63
GS INVESTMENT GRADE CREDIT FUND SEPARATE ACCOUNT INSTITUTIONAL SHARES (38143H829)	07/30/2008	04/23/2012	2,133 00	20,540.79	0 00	19,772 91	767.88

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
UST STRIP TPRIN DUE 05/15/2020 C (912803AT0)	05/08/2009	10/17/2012	20,000 00	17,995 81	0.00	14,660.08	3,335 73
Net NonCovered Long-Term Gains (Losses)				**2,517,396.03**	**(1,053.17)**	**2,297,372.04**	**220,023.99**

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REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	0 00	Net Covered Long-Term Gains (Losses)	0 00	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short-Term Gains (Losses)	1,362 43	Net NonCovered Long-Term Gains (Losses)	50,407 86		
Net 1099B Non Reportable Short-Term Gains (Losses)	0 00	Net 1099B Non Reportable Long-Term Gains (Losses)	0 00		
Net Miscellaneous Short-Term Gains (Losses)	0 00	Net Miscellaneous Long-Term Gains (Losses)	0.00	Net Miscellaneous Ordinary Gains (Losses)	0.00
Net Regulated Futures Contract Short-Term Gains (Losses)	0 00	Net Regulated Futures Contract Long-Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**1,362.43**	**Total Long-Term Gains (Losses)**	**50,407.86**	**Total Ordinary Gains (Losses)**	**0.00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Short-Term Gains (Losses)							
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	10/31/2011	01/24/2012	29.67	270.87	0.00	272.06	(1.19)
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	08/31/2011	01/24/2012	34.72	316.96	0.00	342.99	(26.03)
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	12/14/2011	01/24/2012	36.24	330.88	0.00	311.67	19.21
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	04/29/2011	01/24/2012	37.23	339.92	0.00	376.03	(36.11)
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	02/28/2011	01/24/2012	37.40	341.50	0.00	349.73	(8.23)
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	07/29/2011	01/24/2012	39.18	357.73	0.00	388.69	(30 96)
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	06/30/2011	01/24/2012	40 11	366.17	0.00	395.04	(28.87)
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	03/31/2011	01/24/2012	40.26	367.60	0 00	386.52	(18.92)
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	01/31/2011	01/24/2012	40.69	371.50	0.00	377.20	(5.70)

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
NonCovered Short-Term Gains (Losses)							
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	09/30/2011	01/24/2012	42.50	388.05	0 00	368.93	19.12
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	05/31/2011	01/24/2012	43.64	398 45	0 00	432 49	(34 04)
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	11/30/2011	01/24/2012	55 15	503.50	0.00	488.06	15 44
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	12/30/2011	01/24/2012	64 35	587 50	0.00	555.97	31.53
THE GOLDMAN SACHS GROUP, INC LINKED TO TOPIX 0% COUPON DUE 05/23/2013 STRUCTURED NOTE (38146R543)	11/16/2011	10/17/2012	78.00	77,517.18	0.00	76,050.00	1,467 18
Net NonCovered Short-Term Gains (Losses)				**82,457.81**	**0.00**	**81,095.38**	**1,362.43**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	04/30/2010	01/24/2012	5.14	46.96	0.00	48.46	(1.50)
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	10/29/2010	01/24/2012	41.46	378 51	0 00	414 99	(36 48)
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	09/30/2010	01/24/2012	43 34	395.72	0.00	428.23	(32 51)
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	08/31/2010	01/24/2012	45 73	417.54	0.00	429.89	(12.35)
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	06/30/2010	01/24/2012	46.13	421.14	0.00	413.30	7 84
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	11/30/2010	01/24/2012	46.15	421.34	0.00	437.03	(15.69)

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	07/30/2010	01/24/2012	46 62	425.59	0.00	439.58	(13.99)
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	05/28/2010	01/24/2012	49.79	454.59	0.00	441.65	12.94
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	12/15/2010	01/24/2012	101.17	923.70	0.00	962.15	(38.45)
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	12/31/2010	01/24/2012	247.45	2,259.18	0.00	2,355.69	(96.51)
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	04/23/2010	01/24/2012	10,559.66	96,409.71	0.00	100,000.00	(3,590.29)
APPLE, INC CMN (037833100)	02/02/2010	10/17/2012	120.00	77,738.85	0.00	23,514.00	54,224.85
Net NonCovered Long-Term Gains (Losses)				**180,292.83**	**0.00**	**129,884.97**	**50,407.86**

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REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	7,715 60	Net Covered Long-Term Gains (Losses)	9,225 52	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short-Term Gains (Losses)	0 00	Net NonCovered Long-Term Gains (Losses)	51,119 39		
Net 1099B Non Reportable Short-Term Gains (Losses)	0 00	Net 1099B Non Reportable Long-Term Gains (Losses)	0 00		
Net Miscellaneous Short-Term Gains (Losses)	0 00	Net Miscellaneous Long-Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short-Term Gains (Losses)	0 00	Net Regulated Futures Contract Long-Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**7,715.60**	**Total Long-Term Gains (Losses)**	**60,344.91**	**Total Ordinary Gains (Losses)**	**0.00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
GOOGLE, INC. CMN CLASS A (38259P508)	02/15/2011	01/10/2012	2.00	1,245.53	0.00	1,251.47	(5.94)
AMERICAN EXPRESS CO CMN (025816109)	05/03/2011	02/24/2012	4.00	212.47	0.00	199.85	12.62
BOEING COMPANY CMN (097023105)	07/22/2011	02/24/2012	3.00	229.13	0.00	218.10	11.03
PRAXAIR, INC CMN SERIES (74005P104)	03/02/2011	02/24/2012	2.00	219.87	0.00	197.01	22.86
WALT DISNEY COMPANY (THE) CMN (254687106)	08/09/2011	02/24/2012	6.00	248.75	0.00	200.95	47.80
EXXON MOBIL CORPORATION CMN (30231G102)	12/13/2011	04/26/2012	2.00	171.07	0.00	162.92	8 15
WALT DISNEY COMPANY (THE) CMN (254687106)	08/09/2011	06/05/2012	47.00	2,083 52	0.00	1,574.11	509.41
WALT DISNEY COMPANY (THE) CMN (254687106)	10/04/2011	09/20/2012	38.00	1,998.85	0.00	1,088.06	910.79
ABBOTT LABORATORIES CMN (002824100)	06/14/2012	10/17/2012	19 00	1,316.86	0.00	1,174.52	142 34
ABBOTT LABORATORIES CMN (002824100)	04/09/2012	10/17/2012	123.00	8,524 93	0.00	7,519.76	1,005.17
AMAZON COM INC CMN (023135106)	02/24/2012	10/17/2012	7.00	1,734 84	0.00	1,258 90	475.94
AMAZON COM INC CMN (023135106)	02/16/2012	10/17/2012	22.00	5,452.35	0.00	3,886 94	1,565.41
BOEING COMPANY CMN (097023105)	10/09/2012	10/17/2012	13.00	955.48	0.00	921.30	34 18
EMC CORPORATION MASS CMN (268648102)	01/10/2012	10/17/2012	76.00	1,946.69	0 00	1,681 77	264.92
EXXON MOBIL CORPORATION CMN (30231G102)	12/13/2011	10/17/2012	99.00	9,238.47	0.00	8,064.63	1,173.84
GENERAL ELECTRIC CO CMN (369604103)	03/20/2012	10/17/2012	77.00	1,755.56	0 00	1,551 07	204 49

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
GOOGLE, INC CMN CLASS A (38259P508)	04/25/2012	10/17/2012	2 00	1,507.47	0 00	1,216.18	291.29
JOHNSON & JOHNSON CMN (478160104)	06/14/2012	10/17/2012	39.00	2,749.44	0 00	2,533.71	215.73
MICROSOFT CORPORATION CMN (594918104)	06/05/2012	10/17/2012	39.00	1,151.45	0.00	1,117.85	33.60
NIKE CLASS-B CMN CLASS B (654106103)	10/09/2012	10/17/2012	10.00	979.28	0.00	952.06	27.22
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	02/24/2012	10/17/2012	17 00	1,179.26	0.00	1,137.36	41 90
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	05/23/2012	10/17/2012	40.00	2,774 74	0.00	2,491.59	283 15
PRUDENTIAL FINANCIAL INC CMN (744320102)	06/05/2012	10/17/2012	11 00	644.04	0.00	506.67	137.37
PRUDENTIAL FINANCIAL INC CMN (744320102)	12/02/2011	10/17/2012	20 00	1,170 97	0.00	1,020 17	150.80
SCHLUMBERGER LTD CMN (806857108)	10/09/2012	10/17/2012	12 00	889 90	0.00	862.74	27.16
SCHLUMBERGER LTD CMN (806857108)	04/25/2012	10/17/2012	22.00	1,631.48	0.00	1,640.52	(9.04)
VIACOM INC CMN CLASS B (92553P201)	09/20/2012	10/17/2012	122.00	6,752 54	0.00	6,619 13	133.41
Net Covered Short-Term Gains (Losses)				**58,764.94**	**0.00**	**51,049.34**	**7,715.60**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
JPMORGAN CHASE & CO CMN (46625H100)	01/04/2011	02/24/2012	6.00	229 73	0.00	262 18	(32 45)
THERMO FISHER SCIENTIFIC INC CMN (883556102)	01/20/2011	04/09/2012	27.00	1,468 09	0.00	1,492.99	(24.90)
LOWES COMPANIES INC CMN (548661107)	02/15/2011	04/26/2012	9 00	281.69	0 00	228.25	53 44
MERCK & CO , INC CMN (58933Y105)	04/21/2011	04/26/2012	8 00	306 72	0 00	273.74	32.98
AMERICAN EXPRESS CO CMN (025816109)	05/03/2011	07/17/2012	24 00	1,396 18	0 00	1,199.10	197.08
WALT DISNEY COMPANY (THE) CMN (254687106)	08/09/2011	08/21/2012	35 00	1,761.33	0 00	1,172.21	589.12
WALT DISNEY COMPANY (THE) CMN (254687106)	08/10/2011	09/20/2012	42.00	2,209 26	0.00	1,324 38	884 88
WALT DISNEY COMPANY (THE) CMN (254687106)	08/09/2011	09/20/2012	48 00	2,524 87	0 00	1,607.60	917.27

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
GENERAL ELECTRIC CO CMN (369604103)	01/04/2011	10/09/2012	76.00	1,731.48	0.00	1,396.03	335.45
AMERICAN EXPRESS CO CMN (025816109)	05/03/2011	10/17/2012	4.00	236.48	0.00	199.85	36.63
AMERICAN EXPRESS CO. CMN (025816109)	08/09/2011	10/17/2012	30.00	1,773.56	0.00	1,339.12	434 44
AMERICAN EXPRESS CO. CMN (025816109)	04/12/2011	10/17/2012	58.00	3,428.88	0.00	2,680 85	748 03
AMERICAN EXPRESS CO CMN (025816109)	03/18/2011	10/17/2012	65 00	3,842.71	0.00	2,880 88	961.83
BOEING COMPANY CMN (097023105)	07/22/2011	10/17/2012	19.00	1,396.47	0.00	1,381.30	15 17
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	03/18/2011	10/17/2012	11.00	689.24	0.00	1,002.57	(313.33)
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	10/12/2011	10/17/2012	16.00	1,002.54	0.00	970.97	31.57
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	07/22/2011	10/17/2012	23.00	1,441.15	0.00	1,934.12	(492.97)
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	08/30/2011	10/17/2012	32.00	2,005.07	0.00	2,141.24	(136.17)
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	03/02/2011	10/17/2012	42.00	2,631.66	0.00	3,740.04	(1,108.38)
EMC CORPORATION MASS CMN (268648102)	10/12/2011	10/17/2012	52.00	1,331.95	0.00	1,204.60	127.35
EMC CORPORATION MASS CMN (268648102)	08/30/2011	10/17/2012	63.00	1,613.71	0.00	1,386.42	227.29
EMC CORPORATION MASS CMN (268648102)	02/15/2011	10/17/2012	141.00	3,611.63	0.00	3,803 55	(191.92)
GENERAL ELECTRIC CO CMN (369604103)	01/04/2011	10/17/2012	54.00	1,231.18	0.00	991.92	239 26
JPMORGAN CHASE & CO CMN (46625H100)	01/04/2011	10/17/2012	32.00	1,386 21	0.00	1,398.32	(12 11)
JPMORGAN CHASE & CO CMN (46625H100)	08/09/2011	10/17/2012	40.00	1,732.76	0.00	1,413.26	319 50
LOWES COMPANIES INC CMN (548661107)	02/15/2011	10/17/2012	46.00	1,499.34	0.00	1,166.60	332.74
MERCK & CO , INC CMN (58933Y105)	06/14/2011	10/17/2012	58.00	2,746.82	0.00	2,070 51	676.31
MERCK & CO , INC CMN (58933Y105)	04/21/2011	10/17/2012	140.00	6,630.25	0 00	4,790.37	1,839.88
NIKE CLASS-B CMN CLASS B (654106103)	03/18/2011	10/17/2012	22.00	2,154 41	0.00	1,703.24	451.17
PRAXAIR, INC CMN SERIES (74005P104)	03/02/2011	10/17/2012	12.00	1,291.65	0.00	1,182.05	109.60
PRUDENTIAL FINANCIAL INC CMN (744320102)	07/26/2011	10/17/2012	25 00	1,463.72	0 00	1,514.03	(50.31)
PRUDENTIAL FINANCIAL INC CMN (744320102)	08/09/2011	10/17/2012	29.00	1,697.91	0.00	1,470 44	227.47
PRUDENTIAL FINANCIAL INC CMN (744320102)	06/28/2011	10/17/2012	79 00	4,625.34	0 00	4,887 62	(262 28)

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
VISA INC CMN CLASS A (92826C839)	01/20/2011	10/17/2012	28.00	3,986.83	0.00	1,924.95	2,061.88
Net Covered Long-Term Gains (Losses)				**67,360.82**	**0.00**	**58,135.30**	**9,225.52**
NonCovered Long-Term Gains (Losses)							
APPLE, INC CMN (037833100)	01/05/2010	02/16/2012	3 00	1,473.27	0 00	645 30	827 97
NIKE CLASS-B CMN CLASS B (654106103)	01/05/2010	02/16/2012	14.00	1,486.06	0 00	916.22	569 84
QUALCOMM INC CMN (747525103)	01/05/2010	02/16/2012	24 00	1,481.62	0.00	1,152 00	329.62
APPLE, INC CMN (037833100)	01/05/2010	02/24/2012	1 00	522.29	0 00	215 10	307.19
GENERAL MILLS INC CMN (370334104)	05/12/2010	02/24/2012	10.00	381.79	0.00	365.85	15.94
GENERAL MILLS INC CMN (370334104)	07/08/2010	02/24/2012	25.00	954.47	0.00	916 99	37.48
HONEYWELL INTL INC CMN (438516106)	01/05/2010	02/24/2012	6 00	357.47	0.00	242.07	115.40
MC DONALDS CORP CMN (580135101)	01/26/2010	02/24/2012	2.00	200.89	0.00	127.89	73.00
HONEYWELL INTL INC CMN (438516106)	01/05/2010	03/20/2012	28.00	1,664.70	0 00	1,129 65	535.05
THERMO FISHER SCIENTIFIC INC CMN (883556102)	01/05/2010	04/09/2012	109.00	5,926.73	0.00	5,182.95	743.78
APPLE, INC CMN (037833100)	01/05/2010	04/25/2012	5.00	3,065.92	0.00	1,075.50	1,990.42
AMERICAN TOWER CORPORATION CMN (03027X100)	01/25/2011	04/26/2012	3.00	193.70	0.00	153.85	39.85
COSTCO WHOLESALE CORPORATION CMN (22160K105)	01/05/2010	04/26/2012	2.00	174 73	0.00	118 74	55.99
JOHNSON & JOHNSON CMN (478160104)	01/05/2010	04/26/2012	4 00	258 28	0 00	256.67	1.61
OCCIDENTAL PETROLEUM CORP CMN (674599105)	01/05/2010	04/26/2012	2.00	181.29	0.00	165 42	15.87
PEPSICO INC CMN (713448108)	01/05/2010	04/26/2012	3 00	199.19	0.00	185.73	13.46
THE TRAVELERS COMPANIES, INC CMN (89417E109)	01/05/2010	04/26/2012	4.00	256.67	0.00	194.71	61 96
VISA INC. CMN CLASS A (92826C839)	01/05/2010	05/23/2012	9 00	1,062.42	0 00	777 24	285 18
VISA INC CMN CLASS A (92826C839)	07/21/2010	05/23/2012	14.00	1,652.64	0.00	1,020.29	632 35
GENERAL MILLS INC CMN (370334104)	05/12/2010	06/14/2012	102.00	3,872 26	0.00	3,731 69	140.57
AMERICAN TOWER CORPORATION CMN (03027X100)	01/25/2011	10/17/2012	116 00	8,659.78	0.00	5,948 76	2,711 02

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

Goldman Sachs

Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
APPLE, INC. CMN (037833100)	01/05/2010	10/17/2012	21.00	13,591.73	0.00	4,517.10	9,074 63
BOEING COMPANY CMN (097023105)	01/05/2010	10/17/2012	100.00	7,349.83	0.00	5,764 55	1,585 28
COSTCO WHOLESALE CORPORATION CMN (22160K105)	01/05/2010	10/17/2012	89.00	8,614 11	0.00	5,283.93	3,330 18
GENERAL ELECTRIC CO CMN (369604103)	10/19/2010	10/17/2012	396.00	9,028.59	0.00	6,420.62	2,607.97
GOOGLE, INC CMN CLASS A (38259P508)	06/09/2010	10/17/2012	3.00	2,261 20	0.00	1,454.35	806.85
GOOGLE, INC CMN CLASS A (38259P508)	07/08/2010	10/17/2012	5.00	3,768.66	0.00	2,268.52	1,500.14
GOOGLE, INC CMN CLASS A (38259P508)	07/21/2010	10/17/2012	5.00	3,768.66	0.00	2,405 48	1,363.18
HONEYWELL INTL INC CMN (438516106)	01/05/2010	10/17/2012	135.00	8,334.71	0.00	5,446.54	2,888 17
JOHNSON & JOHNSON CMN (478160104)	01/05/2010	10/17/2012	111.00	7,825.32	0.00	7,122.45	702.87
JPMORGAN CHASE & CO CMN (46625H100)	01/05/2010	10/17/2012	181.00	7,840.74	0.00	7,881.68	(40.94)
LOWES COMPANIES INC CMN (548661107)	07/13/2010	10/17/2012	27.00	880 05	0.00	570.92	309 13
LOWES COMPANIES INC CMN (548661107)	08/25/2010	10/17/2012	213 00	6,942 58	0 00	4,388 80	2,553.78
MC DONALDS CORP CMN (580135101)	01/26/2010	10/17/2012	52.00	4,857.73	0.00	3,325 20	1,532.53
MICROSOFT CORPORATION CMN (594918104)	01/05/2010	10/17/2012	258.00	7,617.28	0.00	7,976.07	(358.79)
NIKE CLASS-B CMN CLASS B (654106103)	01/05/2010	10/17/2012	60.00	5,875.66	0.00	3,926 65	1,949.01
OCCIDENTAL PETROLEUM CORP CMN (674599105)	01/05/2010	10/17/2012	26 00	2,197.21	0.00	2,150 46	46.75
OCCIDENTAL PETROLEUM CORP CMN (674599105)	08/25/2010	10/17/2012	45 00	3,802.86	0 00	3,272.83	530.03
ORACLE CORPORATION CMN (68389X105)	01/05/2010	10/17/2012	216.00	6,787.06	0.00	5,305 95	1,481.11
PEPSICO INC CMN (713448108)	01/12/2010	10/17/2012	38.00	2,659.94	0.00	2,341 23	318 71
PEPSICO INC CMN (713448108)	01/05/2010	10/17/2012	68.00	4,759.89	0.00	4,209.88	550 01
PRAXAIR, INC CMN SERIES (74005P104)	01/05/2010	10/17/2012	49.00	5,274.24	0 00	3,929.80	1,344 44
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	01/05/2010	10/17/2012	88.00	6,104 42	0 00	5,389 12	715 30
QUALCOMM INC CMN (747525103)	09/28/2010	10/17/2012	49 00	2,987 46	0.00	2,162.61	824.85
QUALCOMM INC CMN (747525103)	01/05/2010	10/17/2012	100.00	6,096.86	0 00	4,800.00	1,296 86
SCHLUMBERGER LTD CMN (806857108)	01/05/2010	10/17/2012	81.00	6,006.82	0 00	5,451.48	555.34

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
THE TRAVELERS COMPANIES, INC CMN (89417E109)	01/05/2010	10/17/2012	116 00	8,196.21	0.00	5,646 46	2,549.75
VISA INC CMN CLASS A (92826C839)	07/21/2010	10/17/2012	23.00	3,274 90	0 00	1,676.20	1,598 70
Net NonCovered Long-Term Gains (Losses)				**190,730.89**	**0.00**	**139,611.50**	**51,119.39**

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Pechter Family Foundation
2012 Ameritrade Sales

Shares	Bt	Sold	Description	Sales Proceeds	Cost	Gain/Loss	Ordinary Gain
1250	2/2/2012	10/9/2012	Access Midstream Partners	43,614.00	35,188.00	8,426.00	2,714.00
2000	3/16/2012	12/6/2012	Citigroup Capital IX	49,943.57	47,786.00	2,157.57	
1000	4/10/2012	12/5/2012	Copano Energy LLC	30,423.03	33,999.00	(3,575.97)	4,357.00
600	4/25/2012	12/5/2012	Enduro Royalty Trust	10,276.00	12,407.00	(2,131.00)	
3000	6/7/2012	10/31/2012	JPM Chase Cap XI PFD	76,142.00	75,963.46	178.54	
575	2/9/2012	12/5/2012	Linn Energy LLC	22,276.57	18,170.00	4,106.57	2,278.00
1050	11/14/2012	12/5/2012	Markwest Energy Partners	53,161.55	49,689.00	3,472.55	1,656.00
2500	4/18/2012	6/27/2012	Sandridge Mississippian TR II	45,514.99	54,109.99	(8,595.00)	
1850	6/13/2012	10/22/2012	Sunoco Logistics Partners	91,781.62	70,327.00	21,454.62	2,734.00
1500	2/14/2012	9/24/2012	Vanguard Natural Resources	43,127.54	39,478.00	3,649.54	1,465.00
	Various	7/24/2012	Option One Mtg LN Trust	1,479.44	1,479.44	-	
	11/18/2096	11/19/2012	Whiting USA Trust	3,056.00	3,056.00	-	
				$ 470,796.31	$441,652.89	$29,143.42	$ 15,204.00

December 31, 2012	Pechter Family Foundation-2012 Contribution Schedule	Amount
CHARITY		
Major Gifts		
NAME	ADDRESS	Amount
Achievement Center Foundation	555 NW 4th St., Delray Beach, FL 33444	12,206.00
Anti-Defamation League	605 Third Avenue, 9th Floor, New York, NY 10158-3560	6,000.00
Bank Street College Scholarship	610 West 112th St., New York, NY 10025-1120	10,000.00
Bnos Yisroel of Baltimore	6300 Park Heights Avenue, Baltimore, MD 21215	50,000.00
Boca Raton Community Hospital	745 Meadows Road, Boca Raton, FL 33486	44,346.00
Education for Employment	501 Madison Avenue, 18th Floor, New York, NY 10022	50,000.00
Florida Atlantic University - Holocaust	777 Glades Road, Boca Raton, FL 33431	29,280.00
Florida Parent Educators Association	255 East Drive, Suite H,I,J, Melbourne, FL 32904	3,000.00
International Prostate Cancer Foundation	52 Riley Road, Suite 322, Celebration, FL 34747	32,876.00
Jewish Federation (South Palm Beach)	9901 Donna Klein Blvd, Boca Raton, FL 33428-1788	125,400.00
MAOR- Shaya Milikovsky	3407 Pinkney Road, Baltimore, MD 21215	25,000.00
Mount De Sales Academy	700 Academy Road, Catonsville, MD 21228	15,000 00
Shoresh	2704 Bartol Ave, Baltimore, MD 21209	5,000 00
SOS Children's Village of Florida	3681 NW 59th Place, Coconut Creek, FL 33073	15,000.00
T.A. (Talmudical Academy)	4445 Old Court Road, Baltimore, MD 21208-2795	5,000.00
The Associated	101 West Mount Royal Ave, Baltimore, MD 21201-5781	25,000.00
The Cheshire Project/International Documentary Association	1521 Stanford Drive, Glendale, CA 91205	5,000.00
4Uganda	1113 Honeysuckle Lane, Annapolis, MD 21401-6458	16,700.00

December 31, 2012	Pechter Family Foundation-2012 Contribution Schedule	Amount
CHARITY		
Major Gifts		
NAME	**ADDRESS**	**Amount**
United States Holocaust Museum	100 Raoul Wallenberg Pl SW, Washington DC 20024-2126	5,000.00
Veteran's Pathway to Success	19890 A Planters Blvd., Boca Raton, FL 33434	5,000.00
University of Miami	1120 NW 14th Street, Suite 310, Miami, FL 33136	30,000.00
Yad Vashem	500 5th Avenue, 42nd Floor, New york, NY 10110-4299	55,000.00
Total Major Gifts		***569,808.00***
Minor Gifts		
NAME	**ADDRESS**	**Amount**
Big Hearts for Big Dogs	12051 SW 131 Avenue, Miami, FL 33186	300.00
Boca West Cancer Research	19490 Bay View Road, Boca Raton, FL 33434	500.00
Chizik Amino	8100 Stevenson Road, Baltimore, MD 21208-1899	3,000.00
The Crystal Ball for a Cure, Inc.	1724 N. Alanton Drive, Virginia Beach, VA 23454	250.00
Friends of AKIM	25 West 45th Street, Suite 1405, New York, NY 10036	1,000.00
Greater Baltimore Medical Ctr. Fdn.	6701 North Charles Street, Baltimore, MD 21204	500.00
Hillel of Broward and Palm Beach	Levine Weinberger Jewish Life Center, 777 Glades Rd., Bldg. LY-3A, Boca Raton, FL 33431	1,000.00
The Interpreters' Forum	P.O. Box 65190, Mt. Washington, MD 21209-9998	2,500.00
Israel Tennis Center	3275 West Hillsboro Blvd., Suite 102, Deerfield, FL 33442	150.00
JAFCO	4200 North University Drive, Sunrise, FL 33351	1,600.00
JCC of the Greater Palm Beaches, Inc.	8500 Jog Road, Boynton Beach, FL 33472	2,500.00
Jemicy School	Owings Mills Campus, 11 Celadon Road, Owings Mills, MD 21117	2,500.00

December 31, 2012	Pechter Family Foundation-2012 Contribution Schedule	Amount
CHARITY		
Major Gifts		
NAME	**ADDRESS**	**Amount**
Johns Hopkins Health	901 South Bond Street, Suite 550, Baltimore, MD 21231	2,500.00
The Kehilla	5075 Roswell Road, Atlanta, GA 30342	1,000.00
Krieger Schechter Day School	8100 Stevenson Road, Baltimore, MD 21208	500.00
The Leukemia & Lymphoma Society	1311 Mamaroneck Avenue, Suite 3, White Plains, NY 10605-5221	500.00
Levindale Auxiliary	2434 W. Belvedere Ave., Baltimore, MD 21215	1,250.00
LifeBridge Health Institute	2401 West Belvedere Avenue, Baltimore, MD 21215	2,150.00
Lynn University	3601 N. Military Trail, Boca Raton, FL 33431	250.00
Multiple Sclerosis	P.O. Box 1887, Merrifield, VA 22116-8087	25.00
National Multiple Sclerosis	8424 Del Prado Drive, Delray Beach, FL 33446	500.00
NER Israel Rabbinical College	400 Mt. Wilson Lane, Baltimore, MD 21208	2,500.00
Temple Sinal of Palm Beach City	2475 West Atlantic Ave, Delray Beach, FL 33445	75.00
The Elie Wiesel Foundation	555 Madison Avenue, 20th Floor, New York, NY 10022	2,500.00
The George Snow Scholarship Fund	1860 North Dixie Hwy., Boca Raton, FL 33432	2,900.00
Tri-Country Humane Society	21287 Boca Rio Road, Boca Raton FL 33433	2,500.00
Weizmann Institute	633 Third Avenue, 20th Floor, New York, NY 10017	2,500.00
Total Minor Gifts		***37,450.00***
Total Gifts for 2010		***607,258.00***

Form **8868**
(Rev January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- 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.

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	THE PECHTER FAMILY FOUNDATION	05-0618996
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	751 PARK OF COMMERCE 8230 210 STREET SOUTH	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	BOCA RATON, FL 33433	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	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

- The books are in the care of ▶ JACK H. PECHTER 8230 210 STREET SOUTH - BOCA RATON, FL 33433

Telephone No. ▶ 561-982-7770 FAX No. ▶ 561-912-9955

- 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 AUGUST 15, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 2012 or

▶ [ ] tax year beginning ______, and ending ______.

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	$ 18,370.
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	$ 12,120.
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	$ 6,250.

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.