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Form 990-PF

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

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

For calendar year 2012, or tax year beginning 01-01-2012, and ending 12-31-2012

Name of foundation: COBBLE HILL FOUNDATION INC. A Employer identification number: 11-3122301. B Telephone number: (718) 855-6789. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$ 2,519,217. J Accounting method: Accrual.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	247,283	264,778	264,778	264,778	
	2	Savings and temporary cash investments	43,356	103,649	103,649	103,649	
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges		47,000	47,000	47,000	
	10a	Investments—U S and state government obligations (attach schedule)	548,476	485,487	485,487	485,487	
	b	Investments—corporate stock (attach schedule)	807,302	959,230	959,230	959,230	
	c	Investments—corporate bonds (attach schedule)	696,788	646,708	646,708	646,708	
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)					
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)	13,977	12,365	12,365	12,365		
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,357,182	2,519,217	2,519,217	2,519,217		
Liabilities	17	Accounts payable and accrued expenses	14,211	7,274			
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
22	Other liabilities (describe ▶ _____)	126,482	225,940				
23	Total liabilities (add lines 17 through 22)	140,693	233,214				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted	2,216,489	2,286,003			
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds					
	28	Paid-in or capital surplus, or land, bldg, and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds						
30	Total net assets or fund balances (see page 17 of the instructions)	2,216,489	2,286,003				
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,357,182	2,519,217				

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	2,216,489
2	Enter amount from Part I, line 27a	2	115,619
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	2,332,108
5	Decreases not included in line 2 (itemize) ▶ _____	5	46,105
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,286,003

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a	SALE OF INVESTMENTS	P		
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 1,377,602		1,190,719	186,883	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a			186,883	
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2 186,883
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	{ }		3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))	
2011	139,250	2,326,142	0.059863	
2010	144,885	2,075,843	0.069796	
2009	115,193	1,955,370	0.058911	
2008	100,600	2,188,439	0.045969	
2007	114,683	2,186,780	0.052444	
2	Total of line 1, column (d).			2 0.286983
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.057397
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.			4 2,443,389
5	Multiply line 4 by line 3.			5 140,243
6	Enter 1% of net investment income (1% of Part I, line 27b).			6 2,466
7	Add lines 5 and 6.			7 142,709
8	Enter qualifying distributions from Part XII, line 4.			8 18,305

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	4,933
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	4,933
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	4,933
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,200
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,300
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	2,500
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	7
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	2,440
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ <u>0</u> (2) On foundation managers <input type="checkbox"/> \$ <u>0</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ <u>0</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
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?		No
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY _____		
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? <i>If "No," attach explanation .</i>	Yes	
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)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW COBBLEHILL ORG	13	Yes	
14	The books are in care of ALAN GROSS CFO Telephone no (718) 855-6789 Located at 380 HENRY STREET BROOKLYN NY ZIP+4 11201			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 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		No

See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 20___, 20___, 20___, 20___		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20___, 20___, 20___, 20___		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	No

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b** Yes No
Organizations relying on a current notice regarding disaster assistance check here. Yes No

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945–5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** Yes No
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? **7b** Yes No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

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

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

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

Total number of other employees paid over \$50,000. Yes No **0**

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services. **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 _____	
2 _____	
3 _____	
4 _____	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 _____	
2 _____	
3 All other program-related investments. See page 24 of the instructions _____	

Total. Add lines 1 through 3. **0**

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,165,408
b	Average of monthly cash balances.	1b	315,190
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,480,598
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	2,480,598
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	37,209
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,443,389
6	Minimum investment return. Enter 5% of line 5.	6	122,169

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	122,169
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	4,933
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,933
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	117,236
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	117,236
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	117,236

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	18,305
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	18,305
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	18,305

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				117,236
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				30,540
e From 2011.				88,252
f Total of lines 3a through e.	118,792			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>18,305</u>				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	18,305			
d Applied to 2012 distributable amount.				0
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	117,236			117,236
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	19,861			
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 instructions.			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) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	19,861			
10 Analysis of line 9				
a Excess from 2008.				
b Excess from 2009.				
c Excess from 2010.				
d Excess from 2011.				1,556
e Excess from 2012.				18,305

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling.

b Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization 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))

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed



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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> HEIGHTS HILLS 160 MONTAGUE STREET BROOKLYN, NY 11201		PUBLIC	COMMUNITY SUPPORT	1,500
Total			 3a	1,500
b <i>Approved for future payment</i> COBBLE HILL HEALTH CENTER 380 HENRY STREET BROOKLYN, NY 11201		PUBLIC	NURSING ASSISTANCE	130,700
Total			 3b	130,700

Form 990PF Part VIII Line 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
DEMETRA POLIMEROS 380 HENRY STREET BROOKLYN, NY 11201	PRESIDENT 0 25	0	0	0
PATRICK OWEN BURNS 380 HENRY STREET BROOKLYN, NY 11201	BOARD MEMBER 0 25	0	0	0
THOMAS SPATH 380 HENRY STREET BROOKLYN, NY 11201	BOARD MEMBER 0 25	0	0	0
DR CIRIL GODEC 380 HENRY STREET BROOKLYN, NY 11201	BOARD MEMBER 0 25	0	0	0
PAUL SAYEGH 380 HENRY STREET BROOKLYN, NY 11201	BOARD MEMBER 0 25	0	0	0
JOSEPH BROADWIN 380 HENRY STREET BROOKLYN, NY 11201	BOARD MEMBER 0 25	0	0	0
CHARLIE CARAMES 380 HENRY STREET BROOKLYN, NY 11201	BOARD MEMBER 0 25	0	0	0
GREG O' CONNELL 380 HENRY STREET BROOKLYN, NY 11201	BOARD MEMBER 0 25	0	0	0
MARK DONOVAN 380 HENRY STREET BROOKLYN, NY 11201	BOARD MEMBER 0 25	0	0	0
FRANCES MCPARTLAND 380 HENRY STREET BROOKLYN, NY 11201	BOARD MEMBER 0 25	0	0	0
JUDITH FRANCES 380 HENRY STREET BROOKLYN, NY 11201	BOARD MEMBER 0 25	0	0	0
OLGA LIPSCHITZ 380 HENRY STREET BROOKLYN, NY 11201	BOARD MEMBER 0 25	0	0	0
ANTHONY LEWIS 380 HENRY STREET BROOKLYN, NY 11201	ADMINISTRATOR 0 50	0	0	0

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Schedule of Contributors

OMB No 1545-0047

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

2012

Department of the Treasury
Internal Revenue Service

Name of the organization
COBBLE HILL FOUNDATION INC

Employer identification number
11-3122301

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 33¹/₃% 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
 COBBLE HILL FOUNDATION INC

Employer identification number
 11-3122301

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	BANK OF AMERICA 300 BROAD HOLLOW ROAD MELVILLE, NY 11747	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	S BERTRAM 3401 TREMLEY POINT ROAD LINDEN, NJ 07036	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	OMNICARE 100 EAST RIVERCENTER BLVD COVINGTON, KY 41011	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
4	NOUVEAU 74 CALYER STREET BROOKLYN, NY 11222	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization
COBBLE HILL FOUNDATION INC

Employer identification number
11-3122301

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
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____

Name of organization
COBBLE HILL FOUNDATION INC

Employer identification number
11-3122301

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 See instructions) ▶ \$
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
_____ _____ _____	_____ _____ _____

TY 2012 Accounting Fees Schedule

Name: COBBLE HILL FOUNDATION INC

EIN: 11-3122301

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEE	6,900	0		0

TY 2012 Distribution from Corpus Election

Name: COBBLE HILL FOUNDATION INC

EIN: 11-3122301

Election: PURSUANT TO CODE SEC. 4942(H)(2) AND REG. SEC. 53.4942(A)-3 (D)(2), TAXPAYER ELECTS TO TREAT \$18,305 OF CURRENT YEAR QUALIFYING DISTRIBUTIONS AS COMING FROM CORPUS.

OFFICER AUTHORIZED

**TY 2012 Investments Corporate
Bonds Schedule****Name:** COBBLE HILL FOUNDATION INC**EIN:** 11-3122301

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ATMOS ENERGY CORP	13,428	13,428
AT&T INC	25,294	25,294
BANK NOVA SCOTIA BC	10,241	10,241
BP CAPITAL MARKETS PLC	15,980	15,980
BRANDYWINE OPER PARTNERSHIP	22,455	22,455
CAPITAL ONE FINL CORP	11,440	11,440
CHICAGO ILL BRD ED	10,183	10,183
CNA FINL CORP	10,857	10,857
CVS CAREMARK CORP	9,565	9,565
DEUTSCHE BK AG	15,260	15,260
DIAGEO CAP PLC	18,072	18,072
DU PONTE I DE NEMOURS & CO	3,005	3,005
ELECTRONIC DATA SYSTEMS CORP	5,126	5,126
ENERGY TRANSFER PARTNERS LP	11,407	11,407
GENERAL ELEC CAP CORP	11,410	11,410
GENERAL ELEC CAP CORP	10,007	10,007
GLAXOMITHKLINE CAP	12,180	12,180
GNMA POOL #186982 DTD	289	289
GOLDMAN SACHS GROUP INC	5,874	5,874
HEALTH CARE PPTY	5,770	5,770
HESS CORP	13,161	13,161
HEWLETT PACKARD CO	4,957	4,957
HOME DEPOT INC	15,694	15,694
JOHNSON CTLS INC	11,288	11,288
JP MORGAN CHASE & CO	5,268	5,268
JP MORGAN CHASE COML MTG	17,231	17,231
JP MORGAN CHASE COML MTG	11,146	11,146
KELLOG CO	11,139	11,139
KEYCORP SR	10,215	10,215
KEYCORP SR	11,650	11,650

Name of Bond	End of Year Book Value	End of Year Fair Market Value
LINCOLN NATL CORP IND	20,060	20,060
METLIFE INC	16,514	16,514
METROPOLITAN TRANSN AUTH NY	17,274	17,274
NATIONAL CITY CORP	6,238	6,238
NISSAN AUTO LEASE TR	6,251	6,251
NOVARTIS CAP CORP	10,052	10,052
ORACLE CORP	10,090	10,090
PNC FDG CORP	15,879	15,879
PRINCIPLE LIFE INCOME FUNDINGS	10,143	10,143
PROCTOR & GAMBLE CO	10,741	10,741
PRUDENTIAL FINL	15,871	15,871
ROHM & HAAS CO	17,770	17,770
ROYAL BK SCOTLAND GROUP PLC	15,351	15,351
SEMPRA ENERGY	10,151	10,151
TELEFONICA EMISIONES S A U	5,203	5,203
TIME WARNER INC	17,465	17,465
UNION PAC CORP	19,464	19,464
UNITED MEXICAN STS	8,750	8,750
VERIZON COMMUNICATIONS INC	10,648	10,648
VERIZON COMMUNICATIONS INC	12,296	12,296
WALMART STORES	24,501	24,501
WESTPAC BKG CORP	16,091	16,091
WFRBS COML MTG TR	10,313	10,313

**TY 2012 Investments Corporate
Stock Schedule****Name:** COBBLE HILL FOUNDATION INC**EIN:** 11-3122301

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALLERGAN INC	5,687	5,687
ALTRIA GROUP INC	7,168	7,168
ALEXION PHARMACEUTICALS INC	6,562	6,562
AMAZON COM INC	9,031	9,031
AMERICAN ELEC PWR INC.	2,134	2,134
ARTISAN INTERNATIONAL FUND	50,225	50,225
ARTISAN INTERNATIONAL VALUE FUND	50,281	50,281
ASTRAZENECA PLC	8,225	8,225
AT&T INC	6,944	6,944
BAIDU INC	8,424	8,424
BCE INC	7,386	7,386
BIOGEN IDEC INC	7,758	7,758
BRISTOL MYERS SQUIBB CO	6,453	6,453
CELGENE CORP	7,769	7,769
CENTURYLINK INC	7,237	7,237
CHEVRON CORP	1,947	1,947
COCA COLA CO	1,958	1,958
COGNIZANT TECHNOLOGY SOLUTIONS	6,428	6,428
CONOCOPHILIPS	6,669	6,669
DOMINION RES INC VA	2,072	2,072
DUKE ENERGY CO	7,209	7,209
EDWARDS LIFESCIENCES CORP	6,582	6,582
EMC CORP	7,160	7,160
EOG RES INC	7,489	7,489
FACEBOOK INC	6,043	6,043
FASTENAL CO	1,026	1,026
FMC TECHNOLOGIES INC	6,425	6,425
FRANKLIN RES INC	5,531	5,531
GILEAD SCIENCES INC	5,803	5,803
GLAXOSMITHKLINE PLC	7,868	7,868

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GOOGLE INC	6,366	6,366
HCP INC	2,755	2,755
HEALTH CARE REIT INC	3,432	3,432
HEINZ H J CO	7,671	7,671
JOHN HANCOCK FDS III IDISCIPLINED	43,833	43,833
JOHNSON & JOHNSON	5,328	5,328
JP MORGAN CHASE & CO	15,447	15,447
KALMAR POOLED INVT TR	25,325	25,325
KIMBERLY CLARK CORP	4,475	4,475
LAS VEGAS SANDS CORP	9,370	9,370
KRAFT FOODS INC	6,002	6,002
LAUDER ESTEE COS INC	6,046	6,046
LILLY ELI & CO	6,066	6,066
LINKEDIN CORP	8,841	8,841
LORILLARD INC	2,100	2,100
LULULEMON ATHLETICA INC	6,784	6,784
MCDONALDS CORP	5,204	5,204
MERCK & CO INC	6,509	6,509
MICHAEL KORS HLDGS LTD	8,726	8,726
NATIONAL GRID PLC	8,788	8,788
NATIXIS FDS TR IV AEW REAL ESTATE FD CL Y COM	77,136	77,136
NOVO-NORDISK A S	6,202	6,202
PEPSICO INC	1,984	1,984
PHILIP MORRIS INTL INC	2,927	2,927
PIMCO HIGH YIELD FD INSTL CL	108,056	108,056
PIMCO COMMODITY REAL RETURN STRATEGY FUND	54,827	54,827
PPL CORP	4,094	4,094
PRECISION CASTPARTS CORP	6,061	6,061
PRICELINE COM INC	6,824	6,824
PROCTOR & GAMBLE CO	2,160	2,160

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PRUDENTIAL JENNISON	43,928	43,928
QUALCOMM INC	7,423	7,423
REYNOLDS AMERN INC	6,795	6,795
ROYAL DUTCH SHELL PLC	8,436	8,436
SALESFORCE COM INC	8,069	8,069
SOUTHERN CO	7,235	7,235
TOTAL S A	8,426	8,426
UNILEVER PLC	2,130	2,130
VANGUARD MSCI EMERGING MKTS ETF	77,260	77,260
VERIZON COMMUNICATIONS INC	7,918	7,918
VICTORY SMALL CO OPPTY FUND	25,967	25,967
VISA INC	8,034	8,034
VODAFONE GROUP PLC	7,607	7,607
WINDSTREAM CORP	1,267	1,267
YUM BRANDS INC	7,902	7,902

**TY 2012 Investments Government
Obligations Schedule**

Name: COBBLE HILL FOUNDATION INC

EIN: 11-3122301

**US Government Securities - End of
Year Book Value:** 485,487

**US Government Securities - End of
Year Fair Market Value:** 485,487

**State & Local Government
Securities - End of Year Book
Value:** 0

**State & Local Government
Securities - End of Year Fair
Market Value:** 0

TY 2012 Other Assets Schedule

Name: COBBLE HILL FOUNDATION INC

EIN: 11-3122301

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST RECEIVABLE	13,977	12,365	12,365

TY 2012 Other Decreases Schedule

Name: COBBLE HILL FOUNDATION INC

EIN: 11-3122301

Description	Amount
UNREALIZED LOSS	46,105

TY 2012 Other Expenses Schedule

Name: COBBLE HILL FOUNDATION INC

EIN: 11-3122301

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS EXPENSES	1,100	0		1,100
INVESTMENT FEES	9,636	9,636		0
BANK FEES	98	0		98
EVENT SUPPORT	15,600	0		0

TY 2012 Other Liabilities Schedule

Name: COBBLE HILL FOUNDATION INC

EIN: 11-3122301

Description	Beginning of Year - Book Value	End of Year - Book Value
DUE TO COBBLE HILL HEALTH CENTER	126,482	225,940

TY 2012 Other Professional Fees Schedule

Name: COBBLE HILL FOUNDATION INC

EIN: 11-3122301

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
HORTICULTURAL PROGRAM CONSULTING	6,352	0		6,352
2011 EVENT PLANNING	7,193	0		7,193

TY 2012 Taxes Schedule

Name: COBBLE HILL FOUNDATION INC

EIN: 11-3122301

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	1,393	0		0