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 MITTLEMANN FAMILY FOUNDATION
C/O SPRITZER, KAUFMAN LLP

A Employer identification number
13-3158539

Number and street (or P O box number if mail is not delivered to street address)
19 WEST 44TH STREET

Room/suite
1703

B Telephone number
212-593-1040

City or town, state, and ZIP code
NEW YORK, NY 10036

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 ☐ 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: ☒ 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)* ▶$ 3300282.

J Accounting method: ☒ 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			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	93610.	93610.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	60819.			
	b Gross sales price for all assets on line 6a 645024.				
	7 Capital gain net income (from Part IV, line 2)		60819.		
	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	4651.	4651.		STATEMENT 2
	12 **Total.** Add lines 1 through 11	159080.	159080.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	80000.	40000.		40000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	2800.	1400.		1400.
	b Accounting fees STMT 4	3000.	1500.		1500.
	c Other professional fees STMT 5	6000.	3000.		3000.
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	17208.	16868.		340.
	24 **Total operating and administrative expenses** Add lines 13 through 23	109008.	62768.		46240.
	25 Contributions, gifts, grants paid	150990.			150990.
	26 **Total expenses and disbursements.** Add lines 24 and 25	259998.	62768.		197230.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-100918.			
	b **Net investment income** (if negative, enter -0-)		96312.		
	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	326583.	216553.	216553.
	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 ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 7	140391.	73849.	81899.
	b Investments - corporate stock STMT 8	1692149.	1772029.	2296956.
	c Investments - corporate bonds STMT 9	285787.	237927.	255634.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	462246.	505880.	449240.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	2907156.	2806238.	3300282.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
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 ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	4811963.	4811963.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-1904807.	-2005725.	
	30 **Total net assets or fund balances**	2907156.	2806238.	
	31 **Total liabilities and net assets/fund balances**	2907156.	2806238.	

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	2907156.
2 Enter amount from Part I, line 27a	2	-100918.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2806238.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2806238.

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	645024.		584205.	60819.

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				60819.

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	60819.
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	174191.	2953373.	.058980
2010	164785.	3163551.	.052089
2009	260410.	3438640.	.075731
2008	190504.	4697888.	.040551
2007	174302.	5591265.	.031174

2	**Total** of line 1, column (d)	2	.258525
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	.051705
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2849307.
5	Multiply line 4 by line 3	5	147323.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	963.
7	Add lines 5 and 6	7	148286.
8	Enter qualifying distributions from Part XII, line 4	8	197230.

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	963.
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	963.
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	963.
6 Credits/Payments:				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	676.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	1000.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	1676.
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	713.
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 713. **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? N/A	4b		
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) ▶ 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? 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)*

			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)	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 ▶ THE MITTLEMANN FAMILY FOUNDATION Telephone no. ▶ 212-593-1040
Located at ▶ 19 WEST 44TH STREET, NEW YORK, NY ZIP+4 ▶ 10036

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

			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.

			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)? N/A	1b		
	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.)* N/A	3b		
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
JOSEF MITTLEMANN 19 W 44 STREET - 1703 NEW YORK, NY 10036	PRESIDENT 15.00	40000.	0.	0.
MARSY MITTLEMANN 19 W 44 STREET - 1703 NEW YORK, NY 10036	SECRETARY 15.00	40000.	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	0.
b	Average of monthly cash balances	1b	271568.
c	Fair market value of all other assets	1c	2621129.
d	**Total** (add lines 1a, b, and c)	1d	2892697.
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	2892697.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	43390.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2849307.
6	**Minimum investment return.** Enter 5% of line 5	6	142465.

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	142465.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a 963.		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	963.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	141502.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	141502.
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	141502.

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	197230.
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	197230.
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	963.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	196267.

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				141502.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009 88478.				
d From 2010 6787.				
e From 2011 27170.				
f Total of lines 3a through e	122435.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 197230.				
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)	0.			
d Applied to 2012 distributable amount				141502.
e Remaining amount distributed out of corpus	55728.			
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	178163.			
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	178163.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009 88478.				
c Excess from 2010 6787.				
d Excess from 2011 27170.				
e Excess from 2012 55728.				

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).)

NONE

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:

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*				
AMERICAN RED CROSS 105 GANO STREET PROVIDENCE, RI 02906			GENERAL CHARITABLE PURPOSES	200.
BROWN BEAR CLASSIC 235 HOPE STREET, BOX 1932 PROVIDENCE, RI 02912			GENERAL CHARITABLE PURPOSES	2000.
BROWN UNIVERSITY PO BOX 1925 PROVIDENCE, RI 02912			GENERAL CHARITABLE PURPOSES	100000.
CEDARS CAMP 19772 SUGAR DRIVE LEBANON, MO 65536			GENERAL CHARITABLE PURPOSES	500.
CENTRAL PARK CONSERVANCY 14 E. 60TH ST. NEW YORK, NY 10022			GENERAL CHARITABLE PURPOSES	100.
Total SEE CONTINUATION SHEET(S)			▶ 3a	150990.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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					
4 Dividends and interest from securities			14	93610.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	4651.	
8 Gain or (loss) from sales of assets other than inventory			14	60819.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		159080.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 159080.

(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

Signature of officer or trustee | Date: 11-2-13 | Title: TRUSTEE

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
SANDRA G KAUFMAN	Sandra Kaufman	11/1/13		P01321349

Firm's name ▶ SPRITZER, KAUFMAN, LLP | Firm's EIN ▶ 13-3736991

Firm's address ▶ 19 WEST 44 STREET NEW YORK, NY 10036 | Phone no. 212-593-1040

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	7.9597 SHS STERLING STAMOS ENDOWMENT 7.9597 SHS	P	VARIOUS	02/03/12
b	8.4510 SHS STERLING STAMOS ENDOWMENT	P	VARIOUS	05/04/12
c	15.8819 SHS STERLING STAMOS ENDOWMENT	P	VARIOUS	08/31/12
d	9.1349 SHS STERLING STAMOS ENDOWMENT	P	VARIOUS	11/14/12
e	SEE ATTACHED - UBS 75081 STATEMENT	P		
f	SEE ATTACHED - UBS 75081 STATEMENT	P		
g	SEE ATTACHED - UBS 75082 STATEMENT	P		
h	SEE ATTACHED - UBS 75082 STATEMENT	P		
i	SEE ATTACHED - FIDELITY STATEMENT	P		
j	SEE ATTACHED - FIDELITY STATEMENT	P		
k	SEE ATTACHED - MODERN STATEMENT	P		
l	SEE ATTACHED - MODERN STATEMENT	P		
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	9351.		12173.	-2822.
b	10165.		12925.	-2760.
c	18825.		24290.	-5465.
d	11303.		13971.	-2668.
e	27702.		22397.	5305.
f	113435.		88083.	25352.
g	4212.		3872.	340.
h	181318.		137765.	43553.
i	16.			16.
j	77605.		99357.	-21752.
k	33403.		32246.	1157.
l	157689.		137126.	20563.
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-2822.
b				-2760.
c				-5465.
d				-2668.
e				5305.
f				25352.
g				340.
h				43553.
i				16.
j				-21752.
k				1157.
l				20563.
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	60819.
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

223591
05-01-12

2012 Tax Information Statement

Payer's Name and Address:
MODERN BANK, N A.
667 MADISON AVENUE
NEW YORK, NY 10021

Account Number: MB111400
Recipient's Tax ID Number: 13-3158539
Payer's Federal ID Number: 13-2878414
Payer's State ID Number:
State: RI
Questions? (212)323-2808
☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
THE MITTLEMANN FAMILY FOUNDATION
PO BOX 522
LOCUST VALLEY, NY 11560

2012 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds, etc., less commissions and option premiums
For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
Short Term Sales Reported on 1099-B								
31359KLA3	FNMA REMIC 1996-29-G V/R 11/25/24		FR12624					
142 2200	06/25/2012	05/18/2012	142 22	138.09	0 00	4 13	0 00	0 00
31359KLA3	FNMA REMIC 1996-29 G V/R 11/25/24		FR12624					
139 6100	07/25/2012	05/18/2012	139 61	135 55	0 00	4 06	0 00	0 00
31359KLA3	FNMA REMIC 1996-29-G V/R 11/25/24		FR12624					
146 1500	08/25/2012	05/18/2012	146 15	141.90	0.00	4.25	0.00	0.00
31359KLA3	FNMA REMIC 1996-29-G V/R 11/25/24		FR12624					
143 3100	09/25/2012	05/18/2012	143.31	139.15	0 00	4.16	0 00	0.00
31359KLA3	FNMA REMIC 1996-29-G V/R 11/25/24		FR12624					
144 0300	10/25/2012	05/18/2012	144.03	139.84	0.00	4.19	0.00	0.00
31359KLA3	FNMA REMIC 1996-29-G V/R 11/25/24		FR12624					
144 2600	11/25/2012	05/18/2012	144 26	140.07	0.00	4.19	0.00	0.00
31359KLA3	FNMA REMIC 1996-29-G V/R 11/25/24		FR12624					
138 0800	12/25/2012	05/18/2012	138.08	134.07	0.00	4.01	0.00	0 00

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. For noncovered securities shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the Internal Revenue Service The taxpayer is ultimately responsible for the accuracy of their own tax return.

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2012 Tax Information Statement

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State: RI
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PO BOX 522
LOCUST VALLEY, NY 11560

Payer's Name and Address:
MODERN BANK, N A
667 MADISON AVENUE
NEW YORK, NY 10021

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Cusip / Quantity Sold *(Box 1e)*	Description *(Box 8)* / Date of Sale or Exchange *(Box 1a)*	Date of Acquisition	Stock or Other Symbol *(Box 1d)* / Stocks Bonds, etc *(Box 2a)*	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld *(Box 4)*	State Tax Withheld *(Box 15)*
31359QCM4	FNMA REMIC 1997-55 T 7% 2/18/27		FR17027					
143 1800	06/18/2012	05/18/2012	143 18	138.93	0.00	4 25	0 00	0.00
31394BBZ6	FNMA REMIC 2004-81-JW 4 35% 10/25/20		FR24320					
1325 7700	06/25/2012	05/18/2012	1,325 77	1,326 19	0.00	-0.42	0.00	0.00
31394BBZ6	FNMA REMIC 2004-81-JW 4.35% 10/25/20		FR24320					
1188 6900	07/25/2012	05/18/2012	1,188 69	1,189.06	0.00	-0.37	0.00	0.00
31394BBZ6	FNMA REMIC 2004-81-JW 4 35% 10/25/20		FR24320					
839 5600	08/25/2012	05/18/2012	839.56	839.82	0.00	-0 26	0.00	0 00
464287242	ISHARES IBOXX INVT GRADE CORP BD FD		LQD					
250 0000	05/18/2012	08/26/2011	28,908 10	27,783 21	0.00	1,124.89	0.00	0.00
Total Short Term Sales Reported on 1099-B	**Report on Form 8949, Part I, with Box B checked**		**33,402.96**	**32,245.88**	**0.00**	**1,157.08**	**0.00**	**0.00**
Long Term 15% Sales Reported on 1099-B								
041431GB7	ARLINGTON CNTY VA GO 3 993% 8/15/21		ACV3921					
10000 0000	06/15/2012	07/29/2010	11,000.00	10,000.00	0.00	1,000.00	0.00	0.00
464287564	ISHARES COHEN & STEERS REALTY MAJORS		ICF					
275 0000	12/13/2012	Various	21,164.89	14,134.25	0.00	7,030.64	0 00	0.00
649902KR3	NY ST DORM AUTH 07A 5 5% 12/15/13		NSD5513A					
25000 0000	06/07/2012	03/17/2011	26,730 00	27,229.25	0.00	-499.25	0.00	0 00

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. For noncovered securities shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the Internal

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667 MADISON AVENUE
NEW YORK, NY 10021

For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
78463X848	SPDR MSCI ACWI EX-US ETF		CWI					
675 0000	12/13/2012	Various	21,361 86	20,884 00	0 00	477 86	0.00	0 00
78462F103	SPDR S&P 500 ETF TRUST		SPY					
200 0000	12/13/2012	01/21/2010	28,508 36	22,408 00	0 00	6,100 36	0 00	0 00
89147L100	TORTOISE ENERGY INFRASTRUCTURE CORP		TYG					
575 0000	12/13/2012	01/21/2010	22,070 85	17,255.69	0 00	4,815 16	0 00	0 00
928172UU7	VA ST PUB BLDG AUTH 3 5% 8/01/16		VSP3516					
25000 0000	06/07/2012	02/11/2010	26,852 50	25,215.00	0 00	1,637 50	0 00	0 00
Total Long Term 15% Sales Reported on 1099-B Report on Form 8949, Part II, with Box B checked			157,688.46	137,126.19	0.00	20,562.27	0.00	0.00

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Fidelity INVESTMENTS

2012 Informational Tax Reporting Statement

MITTLEMANN FAMILY FOUNDATION Account No. **Z70-293873** Customer Service: 800-544-5704
Recipient ID No. **13-3158539** Payer's Fed ID Number: 04-3523567

Note: This information is not reported to the IRS. It may assist you in tax return preparation.

2012 Proceeds from Broker and Barter Exchange Transactions*

Short-term transactions (h)

(IRS Form 1099-B box numbers are shown below in **bold type**)

8 Description, **1d** Stock or Other Symbol, CUSIP

Action	**1a** Date of Sale or Exchange	**1b** Date of Acquisition	**1e** Quantity Sold	**2a** Sales Price of Stocks, Bonds, etc. (b)	**3** Cost or Other Basis (a)	Gain/Loss (-)	**5** Wash Sale Loss Disallowed	**4** Federal Income Tax Withheld	**13** State	**15** State Tax Withheld
KRAFT FOODS GROUP INC COM NPV, KRFT, 50076Q106										
Cash In Lieu	10/05/12	10/05/12	0.000	15.52	0.00	15 52				
TOTALS				**15.52**	**0.00(c)**			**0.00**		
Short-Term Realized Gain						**15.52**				
Short-Term Realized Loss						**0.00**				
Wash Sale Loss Disallowed							**0.00**			

***Our records indicate that you are an exempt recipient for 1099 reporting purposes. This statement provided is based on IRS information reporting requirements for individuals as of the preparation date and is NOT furnished to the IRS. You may be subject to different income tax reporting requirements. Please contact your tax advisor if you have any questions.**

Fidelity INVESTMENTS

2012 Informational Tax Reporting Statement

MITTLEMANN FAMILY FOUNDATION | Account No. **Z70-293873** | Customer Service: 800-544-5704
Recipient ID No. **13-3158539** | Payer's Fed ID Number. 04-3523567

Note: This information is not reported to the IRS. It may assist you in tax return preparation.

2012 Proceeds from Broker and Barter Exchange Transactions*

Long-term transactions (h)

(IRS Form 1099-B box numbers are shown below in **bold type**)

8 Description, **1d** Stock or Other Symbol, CUSIP

Action	**1a** Date of Sale or Exchange	**1b** Date of Acquisition	**1e** Quantity Sold	**2a** Sales Price of Stocks, Bonds, etc. (b)	**3** Cost or Other Basis (a)	Gain/Loss (-)	**6** Wash Sale Loss Disallowed	**4** Federal Income Tax Withheld	**13** State	**15** State Tax Withheld
AT&T INC SR NT 6 3750% 02/15/2056, 00211G208										
Redemption	02/15/12	11/27/09	600.000	15,000.00	15,694.95	-694.95				
BANK OF AMERICA CORP, BAC, 060505104										
Sale	04/02/12	01/21/10	700 000	6,784.55	10,909.88	-4,125.33				
BP PLC ADR (CNV INTO6 ORD USD0 25 SHS), BP, 055622104										
Sale	04/02/12	04/28/10	200.000	9,054.20	11,402.44	-2,348 24				
Sale	04/02/12	04/28/10	300.000	13,593.53	17,103.66	-3,510.13				
Subtotals				**22,647.73**	**28,506.10 (c)**					
FRONTIER COMMUNICATIONS CORP COM, FTR, 35906A108										
Sale	03/29/12	11/27/09	40.000	160.39	290.96	-130.57				
Sale	03/29/12	11/27/09	32.000	128.41	232.77	-104.36				
Sale	03/29/12	11/27/09	17.280	69.34	125.52	-56.18				
Sale	03/29/12	11/27/09	30 720	123.28	223.15	-99.87				
Sale	03/29/12	01/22/10	20.000	80.26	139.20	-58.94				
Sale	03/29/12	01/22/10	100.000	393.54	690.87	-297.33				
Subtotals				**955.22**	**1,702.47 (c)**					
GOLDMAN SACHS GROUP INC, GS, 38141G104										
Sale	04/02/12	04/16/10	100.000	12,507.02	16,007.95	-3,500 93				
Sale	05/01/12	01/21/10	70.000	8,116.04	11,244.55	-3,128.51				
Sale	05/01/12	04/26/10	100.000	11,594.34	15,290.69	-3,696.35				
Subtotals				**32,217.40**	**42,543.19 (c)**					

***Our records indicate that you are an exempt recipient for 1099 reporting purposes. This statement provided is based on IRS information reporting requirements for individuals as of the preparation date and is NOT furnished to the IRS. You may be subject to different income tax reporting requirements. Please contact your tax advisor if you have any questions.**

2012 Informational Tax Reporting Statement

MITTLEMANN FAMILY FOUNDATION

Account No. **Z70-293873** Customer Service: 800-544-5704
Recipient ID No. **13-3158539** Payer's Fed ID Number: 04-3523567

Note: This information is not reported to the IRS. It may assist you in tax return preparation.

2012 Proceeds from Broker and Barter Exchange Transactions*

Long-term transactions (h)

(IRS Form 1099-B box numbers are shown below in **bold** type)

8 Description, **1d** Stock or Other Symbol, CUSIP

Action	**1a** Date of Sale or Exchange	**1b** Date of Acquisition	**1e** Quantity Sold	**2a** Sales Price of Stocks, Bonds, etc. (b)	**3** Cost or Other Basis (a)	Gain/Loss (-)	**5** Wash Sale Loss Disallowed	**4 Federal Income Tax Withheld**	**13** State	**15** State Tax Withheld
TOTALS				**77,604.90**	**99,356.59(c)**			**0.00**		
		Long-Term Realized Gain				**0.00**				
		Long-Term Realized Loss				**-21,751.69**				
		Wash Sale Loss Disallowed					**0.00**			

(a) Cost or other basis provided may include adjustments including, but not limited to, dividend reinvestment, return of capital/principal, wash sale loss disallowed, amortization, accretion, acquisition premium, bond premium, market discount, market premium, and option premium.

(b) Gross proceeds less commissions

(c) Totals of Cost or Other Basis include all tax lots with known basis. Totals do not include tax lots with unknown basis.

(h) All gain/loss information may not be reflected due to incomplete cost basis information

Amortization, accretion, and similar adjustments to cost basis are not provided for short-term instruments, unit investment trusts, or securities of foreign issuers

See the supplemental gain/loss sections of this statement for options, foreign currency transactions, and closed short positions opened prior to 2011. Also refer to the gain/loss sections to see details on adjustments made to cost basis for fixed income securities and for the local currency values for internationally denominated equities and fixed income securities.

We are required to convert a purchase or sale in foreign currency into its United States dollar (USD) equivalent at the time of the transaction and to use that USD equivalent amount as the cost basis or gross proceeds as applicable For securities directly bought or sold in a foreign currency in a single transaction in your account, we have converted the foreign currency into USD on the trade date of the purchase or sale using the end-of-day exchange rate. If you acquired the foreign currency cost, or sold the foreign currency proceeds in exchange for USD in a separate currency transaction linked to the security transaction, the conversion was made using the spot rate at the time of the linked currency transaction. In some cases, you may be required to use different currency conversion conventions than those applied here. We have made these currency conversions based on the trade date of the purchase or sale. For tax reporting purposes, you may be required to determine your actual USD cost basis, proceeds, and gain/loss based on the exchange rates on the settlement dates of the applicable transactions. Consult your tax advisor for more information

Certain tax rules may require you to treat as ordinary income/loss all or a portion of your realized gain/loss from any debt instruments that are denominated in a currency other than U S dollars (USD) or that make a payment calculated by reference to the value of a currency other than USD. Consult your tax advisor for more information.

***Our records indicate that you are an exempt recipient for 1099 reporting purposes. This statement provided is based on IRS information reporting requirements for individuals as of the preparation date and is NOT furnished to the IRS. You may be subject to different income tax reporting requirements. Please contact your tax advisor if you have any questions.**

emailed 1/18/13

2012 Year End Summary

UBS

UBS Financial Services Inc
333 Earle Ovington Blvd
Suite 600
Uniondale NY 11553-3622

CPZ6003152863 1212 X123 RF 0

Account name: THE MITTLEMANN FAMILY
FOUNDATION ACCOUNT #2
Account number: RF 75081 R3

Your Financial Advisor:
PETER ROSENTHAL
Phone 516-745-8800/800-333-7707

THE MITTLEMANN FAMILY
FOUNDATION ACCOUNT #2
ATTN: JOSEF MITTLEMAN
DIVIDEND GROWTH
PO BOX 522
LOCUST VALLEY NY 11560-0522

Summary of gains and losses

	Amount ($)
Short term	5,305.15
Long term	25,352.70
Total	**$30,657.85**

Realized gains and losses

Estimated 2012 gains and losses for transactions with trade dates through 12/31/12 have been incorporated into this statement Please note that gain or loss recognized on the sale or redemption of certain Structured Products, like Contingent Debt Securities, may be ordinary, and not capital, gain or loss Please check with your tax advisor To calculate gains and losses, we liquidate the oldest security lot first. This is known as the first-in, first-out or FIFO accounting method We use this method unless you specified which tax lot to close when you placed your order This is known as a versus purchases or VSP order.

See Important information about your statement on the last page of this statement for more information. We may not adjust gains and losses for all capital changes Cost basis for coupon tax-exempt municipal securities, include securities subject to AMT, has been adjusted for mandatory amortization of bond premium. Estimates in the Unclassified section can not be classified as short term or long term because information is missing, or the product is one in which the gain/loss calculation is not provided

Short-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
CONOCOPHILLIPS	FIFO	90.000	May 17, 12	Oct 18, 12	5,241 89	4,646.95			594 94

continued next page

Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
ILLINOIS TOOL WORKS INC	FIFO	370 000	Jan 09, 12	Oct 18, 12	22,459.94	17,749.73			4,710 21
Total					**$27,701.83**	**$22,396.68**			**$5,305.15**
Net short-term capital gains and losses									**$5,305.15**

Long-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
ABBOTT LABS	FIFO	285 000	Apr 06, 10	Dec 19, 12	18,596.35	15,132 65			3,463 70
CONOCOPHILLIPS	FIFO	215 000	Apr 06, 10	Oct 18, 12	12,522 28	8,736 31			3,785 97
DIAGEO PLC NEW GB SPON ADR	FIFO	200.000	Dec 07, 11	Dec 20, 12	24,010.83	17,189.37			6,821 46
NEXTERA ENERGY INC COM	FIFO	305 000	Apr 06, 10	Dec 19, 12	21,557 18	15,026.44			6,530 74
PHILLIPS 66	FIFO	0 500	Apr 06, 10	May 01, 12	16 78	12 81			3 97
	FIFO	107 000	Apr 06, 10	May 17, 12	3,363.81	2,741 90			621 91
SYSCO CORP	FIFO	505 000	Apr 06, 10	Apr 18, 12	14,974.29	15,143 28		-168.99	
VERIZON COMMUNICATIONS INC	FIFO	480 000	Apr 06, 10	Jan 09, 12	18,393.94	14,100 00			4,293 94
Total					**$113,435.46**	**$88,082.76**		**-$168.99**	**$25,521.69**
Net long-term capital gains or losses									**$25,352.70**
Net capital gains/losses:									**$30,657.85**

Jamaica ... 1/8/15

2012 Year End Summary

UBS

UBS Financial Services Inc
333 Earle Ovington Blvd
Suite 600
Uniondale NY 11553-3622

CPZ6003152879 1212 X123 RF 0

Account name: THE MITTLEMANN FAMILY FOUNDATION
Account number: RF 75082 R3

Your Financial Advisor:
PETER ROSENTHAL
Phone 516-745-8800/800-333-7707

THE MITTLEMANN FAMILY
FOUNDATION
ATTN: JOSEF MITTLEMAN
PO BOX 522
LOCUST VALLEY NY 11560-0522

Summary of gains and losses

	Amount ($)
Short term	339.90
Long term	43,553.32
Total	**$43,893.22**

Realized gains and losses

Estimated 2012 gains and losses for transactions with trade dates through 12/31/12 have been incorporated into this statement Please note that gain or loss recognized on the sale or redemption of certain Structured Products, like Contingent Debt Securities, may be ordinary, and not capital, gain or loss Please check with your tax advisor To calculate gains and losses, we liquidate the oldest security lot first This is known as the first-in, first-out or FIFO accounting method We use this method unless you specified which tax lot to close when you placed your order. This is known as a versus purchases or VSP order

See Important information about your statement on the last page of this statement for more information We may not adjust gains and losses for all capital changes Cost basis for coupon tax-exempt municipal securities, include securities subject to AMT, has been adjusted for mandatory amortization of bond premium Estimates in the Unclassified section can not be classified as short term or long term because information is missing, or the product is one in which the gain/loss calculation is not provided.

Short-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
CONOCOPHILLIPS	FIFO	75.000	May 17, 12	Aug 23, 12	4,212.35	3,872.45			339 90

continued next page

Your Financial Advisor:
PETER ROSENTHAL
516-745-8800/800-333-7707

Realized gains and losses (continued)

Long-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
APPLE INC	FIFO	15 000	May 29, 09	Mar 29, 12	9,164.53	2,024 26			7,140 27
BOEING COMPANY	FIFO	75 000	Dec 21, 10	Feb 10, 12	5,601.70	4,798.69			803 01
	FIFO	55 000	Dec 21, 10	May 17, 12	3,883.63	3,519.04			364 59
	FIFO	125 000	Mar 03, 11	May 17, 12	8,826.42	8,940 73		-114 31	
CONOCOPHILLIPS	FIFO	265.000	May 12, 10	Aug 23, 12	14,883 65	11,652.96			3,230 69
HEWLETT PACKARD CO NTS 02 950% 081512 DTD052709 CALL@MW+30BP B/E	FIFO	25,000 000	Dec 29, 09	Aug 15, 12	25,000.00	25,913.75 [1]		-913 75	
INTL BUSINESS MACH	FIFO	90 000	May 19, 09	Sep 14, 12	18,610 01	9,517.20			9,092 81
	FIFO	20.000	Oct 06, 09	Sep 14, 12	4,135.56	2,430.15			1,705 41
	FIFO	25 000	Mar 11, 10	Sep 14, 12	5,169 45	3,186 25			1,983 20
MCDONALDS CORP	FIFO	65 000	Aug 24, 10	Feb 22, 12	6,537 41	4,737.48			1,799 93
ORACLE CORP	FIFO	480.000	Mar 03, 10	May 24, 12	12,601.65	11,826 38			775 27
	FIFO	195 000	Jun 03, 10	May 24, 12	5,119 42	4,452 22			667 20
	FIFO	35 000	May 19, 11	May 24, 12	918.87	1,205 77		-286 90	
PHILLIPS 66	FIFO	0 500	May 12, 10	May 01, 12	16 78	13.87			2 91
	FIFO	132 000	May 12, 10	May 17, 12	4,149.74	3,660.51			489 23
PRICELINE COM INC NEW	FIFO	15 000	Sep 09, 10	Mar 29, 12	10,691 67	4,911.22			5,780 45
	FIFO	10 000	Sep 09, 10	Jun 21, 12	6,615.95	3,274 15			3,341 80
	FIFO	20 000	Oct 01, 10	Jul 11, 12	12,836.06	6,753.80			6,082 26
SCHWAB CHARLES CORP NEW 04 950% 060114 DTD060509 FC120109 B/E	FIFO	25,000.000	Jun 08, 09	Dec 21, 12	26,555 25	24,946.00 [1]			1,609 25
Total					**$181,317.75**	**$137,764.43**		**-$1,314.96**	**$44,868.28**
Net long-term capital gains or losses									**$43,553.32**
Net capital gains/losses:									**$43,893.22**

[1] Indicates cost basis information provided by you or another third party. UBS FS has not verified this information and does not guarantee its accuracy.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CS SOCIETY OF PROVIDENCE PO BOX 6863 PROVIDENCE, RI 02940			GENERAL CHARITABLE PURPOSES ;LISTTOTAL 4150	1100.
FIRST CHURCH OF CHRIST, SCIENTIST 210 MASSACHUSETTS AVENUE BOSTON, MA 02115			GENERAL CHARITABLE PURPOSES	600.
GLEN OAKS CLUB PHILANTHROPIC FUND 2771 104TH ST., SUITE I URBANDALE, IA 50322			GENERAL CHARITABLE PURPOSES	500.
GREELOCK THERAPEUTIC RIDING CENTER 59 SUMMER STREET REHOBOTH, MA 02769			GENERAL CHARITABLE PURPOSES	50.
HARVARD GRADUATE SCHOOL APPIAN WAY CAMBRIDGE, MA 02138			GENERAL CHARITABLE PURPOSES	1500.
HIGH RIDGE HOUSE 5959 INDEPENDENCE AVE. RIVERDALE, NY 10471			GENERAL CHARITABLE PURPOSES	500.
LOOMIS CHAFFEE SCHOOL 4 BATCHELDER ROAD WINDSOR, CT 06095			GENERAL CHARITABLE PURPOSES	250.
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028			GENERAL CHARITABLE PURPOSES	9000.
NEW YORK YOUTH AT RISK 25 WEST 36TH STREET NEW YORK, NY 10018			GENERAL CHARITABLE PURPOSES	2500.
PROJECT EYE TO EYE 1440 BROADWAY NEW YORK, NY 10018			GENERAL CHARITABLE PURPOSES	1000.
Total from continuation sheets				48190.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
RAILS TO TRAILS CONSERVANCY 2121 WARD COURT WASHINGTON, DC 20037			GENERAL CHARITABLE PURPOSES	50.
RHODE ISLAND NURSES INSTITUTE 150 WASHINGTON STREET, SUITE 400 PROVIDENCE, RI 02903			GENERAL CHARITABLE PURPOSES	100.
RISD ELIZA RADEKE SOCIETY 224 BENEFIT STREET PROVIDENCE, RI 02903			GENERAL CHARITABLE PURPOSES	1500.
TEMPLE BETH EL 70 ORCHARD AVENUE PROVIDENCE, RI 02906			GENERAL CHARITABLE PURPOSES	250.
THE PROVIDENCE ATHENAEUM 251 BENEFIT STREET PROVIDENCE, RI 02903			GENERAL CHARITABLE PURPOSES ;LISTTOTAL 260	120.
WATER FIRE PROVIDENCE 101 REGENT AVENUE PROVIDENCE, RI 02908			GENERAL CHARITABLE PURPOSES	100.
WOMENS FUND OF RHODE ISLAND ONE UNION STATION PROVIDENCE, RI 02903			GENERAL CHARITABLE PURPOSES	250.
YOUTH IN ACTION 672 BROAD STREET PROVIDENCE, RI 02907			GENERAL CHARITABLE PURPOSES	500.
NIAP FUND FOR INVESTOR AWARENESS PO BOX 2159 HALESITE, NY 11743			GENERAL CHARITABLE PURPOSES	25000.
WHITNEY MUSEUM OF ART 945 MADISON AVENUE NEW YORK, NY 10021			GENERAL CHARITABLE PURPOSES	275.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THE JEWISH MUSEUM 1109 FIFTH AVE NEW YORK, NY 10128			GENERAL CHARITABLE PURPOSES	70.
PRINCE HENRY SOCIETY SCHOLARSHIP PO BOX 3563 FALL RIVER, MA 02722			GENERAL CHARITABLE PURPOSES	25.
CAMP JORI 1065 WORDENS POND ROAD WAKEFIELD, RI 02879			GENERAL CHARITABLE PURPOSES	50.
AMERICAN CANCER SOCIETY 132 W 32 STREET NEW YORK, NY 10001			GENERAL CHARITABLE PURPOSES	100.
WISH FOR OUR HEROS 4979 E. 216TH ST NOBLESVILLE, IN 46062			GENERAL CHARITABLE PURPOSES	100.
POLARIS PROJECT			GENERAL CHARITABLE PURPOSES	1000.
MUSEUM OF ART AND DESIGN 2 COLUMBUS CIRCLE NEW YORK, NY 10019			GENERAL CHARITABLE PURPOSES	500.
JENNY SPIELMAN'S SCHOLARSHIP FUND			GENERAL CHARITABLE PURPOSES	250.
GROW SMART RHODE ISLAND 235 PROMENADE ST # 550 PROVIDENCE, RI 02908			GENERAL CHARITABLE PURPOSES	500.
CHESTNUT HILL			GENERAL CHARITABLE PURPOSES	250.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
RHODE ISLAND COMMUNITY FOOD BANK 200 NIANTIC AVE PROVIDENCE, RI 02907			GENERAL CHARITABLE PURPOSES	50.
92ND STREET YOUTH 1395 LEXINGTON AVE NEW YORK, NY 10021			GENERAL CHARITABLE PURPOSES	50.
INTERNATIONAL INSTITUTE OF RHODE ISLAND 645 ELMWOOD AVE PROVIDENCE, RI 02907			GENERAL CHARITABLE PURPOSES	100.
Total from continuation sheets				

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05-01-12

FORM 990-PF — DIVIDENDS AND INTEREST FROM SECURITIES — STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELITY	30446.	0.	30446.
FIRST BOSTON ASSOCIATES	4351.	0.	4351.
MODERN BANK	18728.	0.	18728.
QUINCY BRIDGE	2483.	0.	2483.
UBS	37602.	0.	37602.
TOTAL TO FM 990-PF, PART I, LN 4	93610.	0.	93610.

FORM 990-PF — OTHER INCOME — STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MANSFIELD BRIDGE	4651.	4651.	
TOTAL TO FORM 990-PF, PART I, LINE 11	4651.	4651.	

FORM 990-PF — LEGAL FEES — STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	2800.	1400.		1400.
TO FM 990-PF, PG 1, LN 16A	2800.	1400.		1400.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3000.	1500.		1500.
TO FORM 990-PF, PG 1, LN 16B	3000.	1500.		1500.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	6000.	3000.		3000.
TO FORM 990-PF, PG 1, LN 16C	6000.	3000.		3000.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODIAL FEES	16527.	16527.		0.
MISC	681.	341.		340.
TO FORM 990-PF, PG 1, LN 23	17208.	16868.		340.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
STATE STREET		X	50152.	56212.
STATE STREET	X		23697.	25687.
TOTAL U.S. GOVERNMENT OBLIGATIONS			23697.	25687.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			50152.	56212.
TOTAL TO FORM 990-PF, PART II, LINE 10A			73849.	81899.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIDELITY	782375.	1113445.
STATE STREET	219254.	254781.
UBS	343818.	426582.
UBS	426582.	502148.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1772029.	2296956.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STATE STREET	25930.	28911.
UBS	211997.	226723.
TOTAL TO FORM 990-PF, PART II, LINE 10C	237927.	255634.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
STERLING STAMOS ENDOW FUND	COST	326315.	269675.
QUINCY BRIDGE CAPITAL LLC	COST	0.	0.
FIRST BOSTON ASSOCIATES LLC	COST	84565.	84565.
STATE STREET	COST	0.	0.
MANSFIELD BRIDGE CAPITAL LLC	COST	95000.	95000.
TOTAL TO FORM 990-PF, PART II, LINE 13		505880.	449240.

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. THE MITTLEMANN FAMILY FOUNDATION C/O SPRITZER, KAUFMAN LLP	Employer identification number (EIN) or 13-3158539
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. 19 WEST 44TH STREET, NO. 1703	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10036	

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 ▶ THE MITTLEMANN FAMILY FOUNDATION 19 WEST 44TH STREET - NEW YORK, NY 10036
  Telephone No. ▶ 212-593-1040 FAX No. ▶ 212-593-4638
- 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	$	1676.
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	$	676.
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	$	1000.

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

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions THE MITTLEMANN FAMILY FOUNDATION C/O SPRITZER, KAUFMAN LLP	Employer identification number (EIN) or 13-3158539
	Number, street, and room or suite no. If a P.O box, see instructions. 19 WEST 44TH STREET, NO. 1703	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10036	

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-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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ THE MITTLEMANN FAMILY FOUNDATION 19 WEST 44TH STREET - NEW YORK, NY 10036
  Telephone No. ▶ 212-593-1040 FAX No. ▶ 212-593-4638
- 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

4 I request an additional 3-month extension of time until NOVEMBER 15, 2013

5 For calendar year 2012 , or other tax year beginning ______ , and ending ______

6 If the tax year entered in line 5 is for less than 12 months, check reason. [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
AN ATTEMPT TO OBTAIN INFORMATION NECESSARY FOR FILING A RETURN WAS REQUESTED IN A TIMELY FASHION, BUT THE INFORMATION WAS NOT FURNISHED IN SUFFICIENT TIME TO PERMIT THE TIMELY FILING OF THE RETURN.

8a	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.	8a	$ 1676.
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 and any amount paid previously with Form 8868	8b	$ 1676.
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ TRUSTEE Date ▶

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