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

2012

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

, 2012, and ending

Name of foundation

THE KURT BERLINER FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address)

280 ROUND HILL RD, c/o R.E.PATTI-AVELLINO

City or town

GREENWICH

State ZIP code

CT 06830

G Check all that apply.

 Initial return Final return Address change Initial Return of a former public charity Amended return Name changeH Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16) **\$ 2,162,572.**

J Accounting method

 Cash Accrual Other (specify)

(Part I, column (d) must be on cash basis)

A Employer identification number

13-3320078

B Telephone number (see the instructions)

(203) 918-6691C If exemption application is pending, check here ► D 1 Foreign organizations, check here ► 2 Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► **Part I Analysis of Revenue and****Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))**(a) Revenue and expenses per books****(b) Net investment income****(c) Adjusted net income****(d) Disbursements for charitable purposes (cash basis only)**

SCANNED AUG 12 2013 ADMINISTRATIVE EXPENSES	1 Contributions, gifts, grants, etc. received (att sch)			
	2 Ck ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B			
	3 Interest on savings and temporary cash investments			
	4 Dividends and interest from securities	42,465.	42,465.	
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain/(loss) from sale of assets not on line 10	154,436.	L-6a Stmt	
	b Gross sales price for all assets on line 6a	1,142,008.		
	7 Capital gain net income (from Part IV, line 2)		154,436.	
	8 Net short-term capital gains			21,835.
	9 Income modifications			
	10a Gross sales less returns and allowances			
	b Less Cost of goods sold			
	c Gross profit/(loss) (att sch)			
	11 Other income (attach schedule)			
	12 Total. Add lines 1 through 11	196,901.	196,901.	21,835.
	13 Compensation of officers, directors, trustees, etc	52,000.	39,000.	13,000.
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)			
	b Accounting fees (attach sch)	L-16b Stmt	8,000.	6,400.
	c Other prof fees (attach sch)	L-16c Stmt	16,933.	1,600.
	17 Interest			
	18 Taxes (attach schedule)(see instrs) See Line 18 Stmt	1,610.	24.	1,586.
	19 Depreciation (attach sch) and depletion	L-19 Stmt	881.	881.
	20 Occupancy			
	21 Travel, conferences, and meetings	599.		599.
	22 Printing and publications			
	23 Other expenses (attach schedule)			
	See Line 23 Stmt	1,630.	38.	1,592.
	24 Total operating and administrative expenses. Add lines 13 through 23	81,653.	63,276.	18,377.
	25 Contributions, gifts, grants paid	122,476.		122,476.
	26 Total expenses and disbursements. Add lines 24 and 25	204,129.	63,276.	140,853.
	27 Subtract line 26 from line 12:			
	a Excess of revenue over expenses and disbursements	-7,228.		
	b Net investment income (if negative, enter -0-)		133,625.	
	c Adjusted net income (if negative, enter -0-)			21,835.

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Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	165,270.	363,266.	363,266.
	3	Accounts receivable			
		Less allowance for doubtful accounts			
	4	Pledges receivable			
		Less allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch)			
		Less allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	928.	292.	292.
	10a	Investments – U.S. and state government obligations (attach schedule)	124,780.	0.	0.
	b	Investments – corporate stock (attach schedule) L-10b Stmt	1,151,426.	934,213.	1,520,387.
	c	Investments – corporate bonds (attach schedule) L-10c Stmt	127,639.	127,639.	130,495.
	11	Investments – land, buildings, and equipment basis	61,364.		
		Less, accumulated depreciation (attach schedule) L-11 Stmt	60,989.	1,256.	375.
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) L-13 Stmt		143,726.	144,799.
	14	Land, buildings, and equipment: basis			
		Less accumulated depreciation (attach schedule)			
	15	Other assets (describe L-15 Stmt)	7,698.	2,958.	2,958.
	16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	1,578,997.	1,572,469.	2,162,572.
LIABILITIES	17	Accounts payable and accrued expenses	4,250.	4,950.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe L-22 Stmt)			
	23	Total liabilities (add lines 17 through 22)	4,250.	4,950.	
		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.	X		
	27	Capital stock, trust principal, or current funds	2,201,071.	2,201,071.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	-626,324.	-633,552.	
	30	Total net assets or fund balances (see instructions)	1,574,747.	1,567,519.	
	31	Total liabilities and net assets/fund balances (see instructions)	1,578,997.	1,572,469.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,574,747.
2	Enter amount from Part I, line 27a	2	-7,228.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	1,567,519.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,567,519.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a 120K FED HOME LOAN MTG CORP		P	04/10/06	01/17/12
b SEE SUPPORT SCHED ATTACHED ST		P	01/01/12	12/31/12
c SEE SUPPORT SCHED ATTACHED LT		P	01/01/10	12/31/12
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 120,000.			124,780.	-4,780.
b 217,995.			196,160.	21,835.
c 804,013.			666,632.	137,381.
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))
(i) Fair Market Value as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a				-4,780.
b				21,835.
c				137,381.
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	154,436.
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	21,835.

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 (column (b) divided by column (c))
2011	184,868.	2,182,457.	0.084706
2010	171,895.	2,399,059.	0.071651
2009	153,100.	2,135,513.	0.071692
2008	142,114.	2,926,360.	0.048563
2007	156,941.	3,387,697.	0.046327

2 Total of line 1, column (d)	2	0.322939
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	0.064588
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,153,687.
5 Multiply line 4 by line 3	5	139,102.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,336.
7 Add lines 5 and 6	7	140,438.
8 Enter qualifying distributions from Part XII, line 4	8	140,853.

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)

1 a	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 <input type="checkbox"/> (attach copy of letter if necessary – see instrs)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1 1,336.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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 1,336.
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 1,336.
6	Credits/Payments:	
a	2012 estimated tax pmts and 2011 overpayment credited to 2012	6a 928.
b	Exempt foreign organizations – tax withheld at source	6b
c	Tax paid with application for extension of time to file (Form 8868)	6c 700.
d	Backup withholding erroneously withheld	6d
7	Total credits and payments. Add lines 6a through 6d	7 1,628.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 292.
11	Enter the amount of line 10 to be Credited to 2013 estimated tax	11 Refunded

Part VII-A | Statements Regarding Activities

1 a 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?

	Yes	No
1 a	X	

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

1 b	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?

1 c	X
-----	---

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation \$ (2) On foundation managers \$

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

2	X
---	---

If 'Yes,' attach a detailed description of the activities.

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
---	---

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4 a	X
-----	---

b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?

4 b	
-----	--

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5	X
---	---

If 'Yes,' attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

6	X
---	---

- 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?

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV

7	X
---	---

8 a Enter the states to which the foundation reports or with which it is registered (see instructions)

8 a	
-----	--

NY - New York

8 b	X
-----	---

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

9	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

10	X
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Part VII-A | Statements Regarding Activities (continued)

11		<input checked="" type="checkbox"/>
12		<input checked="" type="checkbox"/>
13	<input checked="" type="checkbox"/>	
Website address ► N/A		
14	Telephone no. ► (203) 918-6691	
Located at ► 280 Round Hill Road, Greenwich, CT ZIP + 4 06830		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 □	
16	<input checked="" type="checkbox"/>	<input type="checkbox"/>
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

	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1 a 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"/>	<input checked="" type="checkbox"/>
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
(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"/>	<input checked="" type="checkbox"/>
(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"/>	<input checked="" type="checkbox"/>
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► □	1 b	<input checked="" type="checkbox"/>
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?	1 c	<input checked="" type="checkbox"/>
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If 'Yes,' list the years ► 20 __ , 20 __ , 20 __ , 20 __	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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) ► 20 __ , 20 __ , 20 __ , 20 __	2 b	
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 __		
3 a 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"/>	<input checked="" type="checkbox"/>
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.)	3 b	
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	<input checked="" type="checkbox"/>
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?	4 b	<input checked="" type="checkbox"/>

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

5 a 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))?

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

(3) Provide a grant to an individual for travel, study, or other similar purposes?

(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)

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

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

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

6 a 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?

If 'Yes' to 6b, file Form 8870.

7 a 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?

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
<u>CLEMENT S. PATTI, ESQ.</u> <u>22 DWIGHT LANE, BEDFORD</u> <u>HILLS</u> <u>NY</u> <u>10507</u>	<u>PRES&DIRECTOR</u> <u>2.00</u>	<u>0.</u>	<u>0.</u>	<u>0.</u>
<u>ARIADNE ANNE AVELLINO</u> <u>7262 THOMAS DRIVE</u> <u>MADIERA</u> <u>OH</u> <u>45243</u>	<u>AVP&DIRECTOR</u> <u>1.00</u>	<u>0.</u>	<u>0.</u>	<u>0.</u>
<u>R. E. PATTI-AVELLINO, ESQ.</u> <u>280 ROUND HILL ROAD</u> <u>GREENWICH</u> <u>CT</u> <u>06832</u>	<u>FOUNDATION MGR</u> <u>23.20</u>	<u>52,000.</u>	<u>0.</u>	<u>0.</u>
See Information about Officers, Directors, Trustees, Etc.		<u>0.</u>	<u>0.</u>	<u>0.</u>

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
<u>NONE</u>				

Total number of other employees paid over \$50,000

None

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		
	NONE	

Total number of others receiving over \$50,000 for professional services

None

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

R&A

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Form 990-PF (2012)

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes.		
a Average monthly fair market value of securities	1a	1,776,384.
b Average of monthly cash balances	1b	409,725.
c Fair market value of all other assets (see instructions)	1c	375.
d Total (add lines 1a, b, and c)	1d	2,186,484.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	2,186,484.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	32,797.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,153,687.
6 Minimum investment return. Enter 5% of line 5	6	107,684.

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	107,684.
2a Tax on investment income for 2012 from Part VI, line 5	2a	1,336.
b Income tax for 2012. (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	1,336.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	106,348.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	106,348.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	106,348.

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	140,853.
b Program-related investments – total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	140,853.
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	1,336.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	139,517.

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				106,348.
2 Undistributed income, if any, as of the end of 2012.			108,551.	
a Enter amount for 2011 only				
b Total for prior years. 20 ___, 20 ___, 20 ___,				
3 Excess distributions carryover, if any, to 2012				
a From 2007	142,114.			
b From 2008	275,628.			
c From 2009	153,100.			
d From 2010	171,895.			
e From 2011	185,440.			
f Total of lines 3a through e		928,177.		
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 140,853.				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				
e Remaining amount distributed out of corpus		140,853.		
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		1,069,030.		
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				108,551.
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				106,348.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)		142,114.		
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a		926,916.		
10 Analysis of line 9:				
a Excess from 2008	275,628.			
b Excess from 2009	153,100.			
c Excess from 2010	171,895.			
d Excess from 2011	185,440.			
e Excess from 2012	140,853.			

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				<input type="checkbox"/> 4942(j)(3) or	4942(j)(5)
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)(ii)					
(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 ► 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:

THE KURT BERLINER FOUNDATION, INC.

280 ROUND HILL ROAD ATTN: R. ELLEN PATTI AVELLINO

GREENWICH CT 06831 (203) 918-6691

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

SEE DETAILED STATEMENT ATTACHED.

c Any submission deadlines

NONE

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

SEE DETAILED STATEMENT ATTACHED.

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				
GREEN FINGERS 159 STANWICH RD GREENWICH CT 06830	N/A	TAX EXEMPT	RESTRICTED TO COMMUNITY PROJECTS UNRESTRICTED	200.
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK NY 10028	N/A	TAX EXEMPT	GIFT UNRESTRICTED	7,400.
AMERICAN MUSEUM OF NATURAL HISTORY CENTRAL PK WEST @ 79TH ST. NEW YORK NY 10024	N/A	TAX EXEMPT	GIFT UNRESTRICTED	2,000.
MUSEUM OF THE CITY OF NEW YORK 1220 FIFTH AVENUE NEW YORK NY 10029	N/A	TAX EXEMPT	GIFT UNRESTRICTED	125.
AMERICAN HEART ASSOC 7272 GREENVILLE AVENUE DALLAS TX 75231	N/A	TAX EXEMPT	GENERAL FUND UNRESTRICTED	250.
PRESERVATION SOC OF NEWPORT 424 BELLEVUE AVENUE NEWPORT RI 02840	N/A	TAX EXEMPT	GIFT RESTRICTED TO SUPPORT 2 STUDENTS	2,320.
YOUTH CONSERVATION PROJECT 101 FIELD POINT ROAD GREENWICH CT 06830	N/A	TAX EXEMPT	1 WEEK SESSION UNRESTRICTED	550.
FLAGLER MUSEUM ONE WHITEHALL PLACE WEST PALM BEACH FL 33401	N/A	TAX EXEMPT	GIFT RESTRICTED TO CIVIC IMPRVMT & COMMUN DEVEL GREEN PROGRAMS	125.
GARDEN CLUB OF RYE POST OFFICE BOX SIX RYE NY 10580	N/A	TAX EXEMPT		200.
See Line 3a statement				109,306.
Total				► 3a 122,476.
b Approved for future payment				
Total				► 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments ..					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					42,465.
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					
8 Gain or (loss) from sales of assets other than inventory					154,436.
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)					196,901.
13 Total. Add line 12, columns (b), (d), and (e)				13	196,901.
(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). (See instructions)
4,8	THE FOUNDATION WAS FUNDED SOLELY BY A TESTAMENTARY TRUST.
4,8	ORIGINAL FUNDING WAS FROM THE DECEDENTS ESTATE. INVESTMENT
4,8	INCOME ON ASSET BALANCES IS THE FOUNDATION'S CONTINUING AND SOLE
4,8	SOURCE OF FINANCIAL SUPPORT. THE FOUNDATION WILL FUND AND
4,8	SUPPORT ANY ENTITY ORGANIZED IN THE UNITED STATES EXCLUSIVELY
4,8	FOR RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY OR EDUCATIONAL
4,8	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	1 a (1)	X
(2) Other assets	1 a (2)	X
b Other transactions.		
(1) Sales of assets to a noncharitable exempt organization	1 b (1)	X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)	X
(3) Rental of facilities, equipment, or other assets	1 b (3)	X
(4) Reimbursement arrangements	1 b (4)	X
(5) Loans or loan guarantees	1 b (5)	X
(6) Performance of services or membership or fundraising solicitations	1 b (6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c	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.

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

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.

Sign Here  R. Evan Aufiero | 7-22-13 ►  John Joffron | May the IRS discuss this return with the preparer shown below (see instructions)? Yes No

Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	ROY J MACCHIAROLA CPA, PLLC		ROY J MACCHIAROLA CPA, PLLC	07/02/13	P00748625	
	Firm's name	► ROY J. MACCHIAROLA CPA, PLLC			Firm's EIN ► 11-2524653	
	Firm's address	► 734 WALT WHITMAN RD # 410 MELVILLE			NY 11747	Phone no

BAA

Depreciation and Amortization
(Including Information on Listed Property)

2012

Attachment
Sequence No. 179Department of the Treasury
Internal Revenue Service (99)

Name(s) shown on return

THE KURT BERLINER FOUNDATION, INC.

Business or activity to which this form relates

Form 990-PF page 1

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I

1	Maximum amount (see instructions)	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	881.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here	► <input type="checkbox"/>	

Section B – Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only — see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19 a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
i Nonresidential real property			27.5 yrs	MM	S/L	
			39 yrs	MM	S/L	
				MM	S/L	

Section C – Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20 a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	0.
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return. Partnerships and S corporations — see instructions	22	881.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A – Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles)

24a Do you have evidence to support the business/investment use claimed? Yes No 24b If 'Yes,' is the evidence written? Yes No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)							25	

26 Property used more than 50% in a qualified business use:

COMPUTER EQUIPMENT	01/04/99	100.00	8,226.	8,226.	5.00	SL-HY	0.

27 Property used 50% or less in a qualified business use:

28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1

28 0.

29 Add amounts in column (i), line 26 Enter here and on line 7, page 1

29

Section B – Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other 'more than 5% owner,' or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

30 Total business/investment miles driven during the year (do not include commuting miles)	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
	Yes	No										
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C – Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions).

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.) <i>Note: If your answer to 37, 38, 39, 40, or 41 is 'Yes,' do not complete Section B for the covered vehicles.</i>		

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2012 tax year (see instructions):					

43 Amortization of costs that began before your 2012 tax year

43

44 Total. Add amounts in column (f). See the instructions for where to report

44

Name	Employer Identification Number
THE KURT BERLINER FOUNDATION, INC.	13-3320078

Asset Information:

Description of Property.	SALE OF STOCKS - RBC		
Date Acquired.	<u>Various</u>	How Acquired.	<u>Purchased</u>
Date Sold	<u>Various</u>	Name of Buyer	
Sales Price:	<u>1,022,008.</u>	Cost or other basis (do not reduce by depreciation)	<u>862,792.</u>
Sales Expense.		Valuation Method.	
Total Gain (Loss):	<u>159,216.</u>	Accumulation Depreciation:	
Description of Property:	SALE OF US GOV'T OBLIGATIONS		
Date Acquired.	<u>04/10/06</u>	How Acquired:	
Date Sold.	<u>01/17/12</u>	Name of Buyer:	
Sales Price	<u>120,000.</u>	Cost or other basis (do not reduce by depreciation)	
Sales Expense	<u>124,780.</u>	Valuation Method	
Total Gain (Loss).	<u>-4,780.</u>	Accumulation Depreciation:	
Description of Property			
Date Acquired.		How Acquired	
Date Sold:		Name of Buyer	
Sales Price		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method	
Total Gain (Loss).		Accumulation Depreciation:	...
Description of Property:			
Date Acquired:		How Acquired:	
Date Sold:		Name of Buyer:	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method.	
Total Gain (Loss).		Accumulation Depreciation:	
Description of Property			
Date Acquired:		How Acquired:	
Date Sold:		Name of Buyer:	
Sales Price		Cost or other basis (do not reduce by depreciation)	
Sales Expense:		Valuation Method:	
Total Gain (Loss).		Accumulation Depreciation:	
Description of Property:			
Date Acquired		How Acquired.	
Date Sold:		Name of Buyer:	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense.		Valuation Method	
Total Gain (Loss).		Accumulation Depreciation:	
Description of Property			
Date Acquired		How Acquired	
Date Sold		Name of Buyer	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense:		Valuation Method	
Total Gain (Loss):		Accumulation Depreciation:	...
Description of Property:			
Date Acquired:		How Acquired:	
Date Sold:		Name of Buyer:	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense:		Valuation Method	
Total Gain (Loss):		Accumulation Depreciation:	

Miscellaneous Statement**PAGE 10 PART XV 2-b**

**WRITTEN PROPOSAL INCLUDING GENERAL HISTORY
OF GRANTEE INCLUDING MISSION STATEMENT
AND LISTING OF DIRECTORS, OPERATING AND
FINANCIAL DETAILS OF THE SPECIFIC PROJECT
FOR WHICH FUNDING IS REQUESTED, MINIMUM
TWO (2) YEARS TAX RETURNS AND FINANCIAL
STATEMENTS.**

Total

Miscellaneous Statement**PAGE 10 PART XV 2-d**

**IN GENERAL, THE FOUNDATION DOES NOT FUND
START-UP CHARITIES AND/OR PROJECTS, NOR
ENDOWMENT OR ENDOWMENT-TYPE NEEDS OF
ANY NATURE, NOR CHARITIES THAT DO NOT
HAVE EITHER AUDITED OR CERTIFIED
FINANCIAL STATEMENTS. IN ADDITION, ONLY
IRS 501(c) (3) ORGANIZATIONS WILL BE
CONSIDERED FOR GRANT FUNDING.**

Total

Application for Extension of Time To File an
Exempt Organization Return

► File a separate application for each return.

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



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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions THE KURT BERLINER FOUNDATION, INC.	Employer identification number (EIN) or 13-3320078
	Number, street, and room or suite number. If a P O box, see instructions 280 ROUND HILL RD, c/o R.E. PATTI-AVELLINO,	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions GREENWICH	CT 06830

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 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 (section 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 ► R. ELLEN PATTI AVELLINO -----

Telephone No ► 1203 869-8506 ----- FAX No ► 1203 869-8506 -----



- 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 Aug 15, 2013, to file the exempt organization return for the organization named above.

The extension is for the organization's return for

► calendar year 2012 or► tax year beginning _____, 20_____, and ending _____, 20_____. Final return

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 \$ 1,628.
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 \$ 928.
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 \$ 700.

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

Form 990-PF, Page 1, Part I, Line 18
Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
NYS CHARITIES FEE	250.			250.
FOREIGN TAXES	24.	24.		
FEDERAL EXCISE TAX	1,336.			1,336.
 Total	 1,610.	 24.		 1,586.

Form 990-PF, Page 1, Part I, Line 23
Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
COMPUTER EXPENSES	20.			20.
TELEPHONE	70.			70.
OFFICE EXPENSES	1,107.			1,107.
CREDIT CARD FEES	160.			160.
BROKER PROCESSING FEES	38.	38.		
BANK CHARGES	235.			235.
 Total	 1,630.	 38.		 1,592.

Form 990-PF, Page 6, Part VIII, Line 1
Information about Officers, Directors, Trustees, Etc.

(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
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> GABRIELLA AVELLINO 280 ROUND HILL ROAD GREENWICH CT 06832	SECY&DIRECTOR 1.00	0.	0.	0.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> FRANK E. SELNES 47 POTTER AVE. STATEN ISLAND NY 10312	VP & DIRECTOR 2.00	0.	0.	0.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> JOHN T. AVELLINO 280 ROUND HILL ROAD GREENWICH CT 06832	AVP&DIRECTOR 1.00	0.	0.	0.

Total

0. **0.** **0.**

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Found- ation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
<i>a Paid during the year</i>				
<u>NEW YORK BOTANICAL GARDENS</u> <u>200TH ST. & KAZIMIROFF BLVD</u> <u>BRONX NY 10458</u>	<u>N/A</u>	<u>TAX EXEMPT</u>	<u>UNRESTRICTED GIFT</u>	Person or Business <input checked="" type="checkbox"/> 27,500.
<u>GARDEN CLUB OF AMERICA</u> <u>14 EAST 50TH</u> <u>ST., NY NY 10022</u>	<u>N/A</u>	<u>TAX EXEMPT</u>	<u>UNRESTRICTED GIFT</u>	Person or Business <input checked="" type="checkbox"/> 17,831.
<u>GARDEN CLUB OF NEW HAVEN</u> <u>P O BOX 6197</u> <u>HAMDEN CT 06517</u>	<u>N/A</u>	<u>TAX EXEMPT</u>	<u>RESTRICTED TO PROGRAMS SUPPORT CONSERVATION</u>	Person or Business <input checked="" type="checkbox"/> 175.
<u>THE HOTCHKISS SCHOOL</u> <u>11 INTERLAKEN ROAD</u> <u>LAKEVILLE CT 06039</u>	<u>N/A</u>	<u>TAX EXEMPT</u>	<u>RESTRICTED SCHOLARSHIP FUND</u>	Person or Business <input checked="" type="checkbox"/> 3,500.
<u>THE GRAHAM SCHOOL FTD</u> <u>1 SOUTH BROADWAY</u> <u>HASTINGS ON HUDSON NY 10706</u>	<u>N/A</u>	<u>TAX EXEMPT</u>	<u>RESTRICTED TO SPECIAL NEEDS & PROF FACULTY ASSIST</u>	Person or Business <input checked="" type="checkbox"/> 1,500.
<u>BOSTON UNIV MED SCHOOL</u> <u>72 E. CONCORD ST L-219</u> <u>BOSTON MA 06878</u>	<u>N/A</u>	<u>TAX EXEMPT</u>	<u>RESTRICTED GIFT TO CAPITAL CAMPAIGN BUILDING ON CAMPUS</u>	Person or Business <input checked="" type="checkbox"/> 16,700.
<u>THE GRISWOLD MUSEUM</u> <u>96 LYME STREET</u> <u>OLD LYME CT 06371</u>	<u>N/A</u>	<u>TAX EXEMPT</u>	<u>UNRESTRICTED GIFT</u>	Person or Business <input checked="" type="checkbox"/> 25.
<u>NATIONAL GARDEN CLUBS</u> <u>4401 MAGNOLIA AVAUNE</u> <u>ST.LOUIS MO 63110</u>	<u>N/A</u>	<u>TAX EXEMPT</u>	<u>RESTRICTED TO FLOWER SHOWS & FUNDRAISING</u>	Person or Business <input checked="" type="checkbox"/> 4,375.
<u>EXCHANGE FOR WOMEN'S WORK INC</u> <u>28 SHERWOOD PLACE</u> <u>GREENWICH CT 06830</u>	<u>N/A</u>	<u>TAX EXEMPT</u>	<u>UNRESTRICTED GIFT</u>	Person or Business <input checked="" type="checkbox"/> 3,700.
<u>THE HORTICULTURAL SOCIETY OF NY</u> <u>148 WEST 37TH STREET 13TH FL</u> <u>NEW YORK NY 10018</u>	<u>N/A</u>	<u>TAX EXEMPT</u>	<u>UNRESTRICTED GIFT</u>	Person or Business <input checked="" type="checkbox"/> 10,300.
<u>AUDUBON SOCIETY OF AMERICA</u> <u>613 RIVERSVILLE ROAD</u> <u>GREENWICH CT 06831</u>	<u>N/A</u>	<u>TAX EXEMPT</u>	<u>RESTRICTED GIFT FOR OPEN SPACE</u>	Person or Business <input checked="" type="checkbox"/> 8,000.
<u>CINCINNATI MUSEUM</u> <u>1301 WESTERN AVENUE</u> <u>CINCINNATI OH 45203</u>	<u>N/A</u>	<u>TAX EXEMPT</u>	<u>UNRESTRICTED GIFT</u>	Person or Business <input checked="" type="checkbox"/> 400.
<u>GOODWILL INDUSTRIES NY & NJ</u> <u>1704 SECOND AVE</u> <u>NEW YORK NY 10018</u>	<u>N/A</u>	<u>TAX EXEMPT</u>	<u>RESTRICTED TO POST SANDY JOB FAIR</u>	Person or Business <input checked="" type="checkbox"/> 1,200.
<u>GARDEN EDUCATION CENTER</u> <u>PO BOX 1600</u> <u>GREENWICH CT 06831</u>	<u>N/A</u>	<u>TAX EXEMPT</u>	<u>UNRESTRICTED GIFT</u>	Person or Business <input checked="" type="checkbox"/> 4,800.
<u>LEUKEMIA & LYMPHOMIA SOC</u> <u>P O BOX 4072</u> <u>PITTSFIELD MA 01202</u>	<u>N/A</u>	<u>TAX EXEMPT</u>	<u>UNRESTRICTED GIFT</u>	Person or Business <input checked="" type="checkbox"/> 100.

Form 990-PF, Page 11, Part XV, line 3a
Line 3a statement

Continued

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Found- ation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
<i>a Paid during the year</i>				
<u>SOCIETY OF THE FOUR ARTS</u> <u>FOUR ARTS PLAZA</u> <u>PALM BEACH FL 33480</u>	<u>N/A</u>	<u>TAX</u> <u>EXEMPT</u>	<u>UNRESTRICTED</u> <u>GIFT</u>	Person or Business <input checked="" type="checkbox"/> 2,500.
<u>PENNSLYVANIA HORTICULTURAL SOCIETY</u> <u>100 NORTH 20TH ST. 5TH FLR</u> <u>PHILADELPHIA PA 19103</u>	<u>N/A</u>	<u>TAX</u> <u>EXEMPT</u>	<u>UNRESTRICTED</u> <u>GIFT</u>	Person or Business <input checked="" type="checkbox"/> 6,450.
<u>ROYAL OAK FOUNDATION</u> <u>35 WEST 35TH ST STE 1200</u> <u>NEW YORK NY 10001</u>	<u>N/A</u>	<u>TAX</u> <u>EXEMPT</u>	<u>UNRESTRICTED</u> <u>GIFT</u>	Person or Business <input checked="" type="checkbox"/> 250.

Total

109,306.

Form 990-PF, Page 1, Part I
Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
<u>ROY J MACCHIAROLA CPA</u>	<u>ACCOUNTING AND TAX SER</u>	<u>8,000.</u>	<u>6,400.</u>		
Total		<u>8,000.</u>	<u>6,400.</u>		

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

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
<u>MERRILL LYNCH</u>	<u>INVESTMENT ADVISOR</u>	<u>6,360.</u>	<u>6,360.</u>		
<u>DSM CAPITAL</u>	<u>INVESTMENT ADVISOR</u>	<u>10,573.</u>	<u>10,573.</u>		
Total		<u>16,933.</u>	<u>16,933.</u>		

Form 990-PF, Line 19
Allocated Depreciation

Description	Date Acquire	Cost or Basis	Prior Yr Depr	Mthd	Life	Current Depr	Net Invest Income	Adjusted Net Income
COMPUTER EQUIPMENT	01/04/99	8226	8226	SL	5.00	0		
FURNISHINGS	03/01/00	2290	2290	200DB	5.00	0		
FURNITURE & FIXTURES	03/01/00	4272	4272	200DB	7.00	0		
OFFICE EQUIPMENT	03/01/00	4270	4270	200DB	5.00	0		
OFFICE EQUIPMENT	07/22/02	930	930	SL	5.00	0		
OFFICE FURNITURE	07/01/02	4674	4660	SL	7.00	0		
FURNISHINGS	07/01/02	6128	6128	SL	7.00	0		
FURNISHINGS	07/01/03	1221	1221	200DB	7.00	0		
FURNITURE & FIXTURES	07/01/03	9007	9007	200DB	5.00	0		
OFFICE FURNITURE	07/01/04	8212	8212	200DB	7.00	0		
OFFICE EQUIPMENT	07/01/04	3847	3847	200DB	5.00	0		
OFFICE FURNITURE	07/01/05	2240	2080	SL	7.00	160		
COMPUTER EQUIPMENT	07/01/05	2440	2440	SL	5.00	0		
COMPUTER EQUIPMENT	07/01/08	3607	2525	SL	5.00	721		

Total

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
SEE SUPPORTING SCHEDULE ATTACHED - MERRILL LYNCH	116,966.	471,486.
SEE SUPPORTING SCHEDULE ATTACHED - RBC ADVISORS	723,550.	933,792.
SEE SUPPORTING SCHEDULE ATTACHED - RBC ADVISORS	93,697.	115,109.
Total	934,213.	1,520,387.

Form 990-PF, Page 2, Part II, Line 10c

L-10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
130K GENERAL ELECTRIC CO NOTES GLB 5.00% 02/01/2013	127,639.	130,495.
Total	127,639.	130,495.

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
12,882shs PIMCO TOTAL RETURN FD	143,726.	144,799.

Form 990-PF, Page 2, Part II, Line 13
L-13 Stmt

Continued

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
Total	<u>143,726.</u>	<u>144,799.</u>

Form 990-PF, Page 2, Part II, Line 11
L-11 Stmt

Line 11b - Description of Investments Land, Buildings and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
OFFICE FURNISHINGS	9,639.	9,639.	0.
OFFICE FURNITURE & FIXTURES	28,405.	28,391.	14.
OFFICE EQUIPMENT	9,047.	9,047.	0.
COMPUTER HARDWARE	14,273.	13,912.	361.
Total	<u>61,364.</u>	<u>60,989.</u>	<u>375.</u>

Form 990-PF, Page 2, Part II, Line 15
Other Assets Stmt

Line 15 - Other Assets:	Beginning Year Book Value	End of Year Book Value	Fair Market Value
ACCRUED INTEREST RECEIVABLE	5,228.	2,708.	2,708.
REFUND RECEIVABLE - VISA	2,220.	0.	0.
NYS CHARITIES RECEIVABLE	250.	250.	250.
Total	<u>7,698.</u>	<u>2,958.</u>	<u>2,958.</u>

Supporting Statement of:**Form 990-PF, p2/Line 2(a)**

Description	Amount
CASH IN BANK - CITIBANK	138.
CASH IN BANK - ML EMA	160,693.
CASH IN BANK - RBC	4,439.
Total	<u>165,270.</u>

Supporting Statement of:**Form 990-PF, p2/Line 2(b)**

Description	Amount
CASH IN BANK - CITIBANK	137,434.
CASH IN BANK - ML EMA	2,675.
CASH IN BANK - RBC ADVISORS	149,970.
CASH IN BANK - UBS FINANCIAL	23,187.
CASH IN BANK - UBS FINANCIAL MONEY MARKET	50,000.
Total	<u>363,266.</u>

Supporting Statement of:**Form 990-PF, p2/Line 17(b)**

Description	Amount
ACCRUED EXPENSES	4,000.
ACCRUED FED EXCISE TAX	700.
ACCRUED NYS CHARITIES FEE	250.
Total	<u>4,950.</u>

Supporting Statement of:**Form 990-PF, p12/Line 4 Column (e)**

Description	Amount
INTEREST INCOME - MERRILL LYNCH	7,438.
INTEREST INCOME - CITIBANK NA	4.
INTEREST INCOME - UBS	1.
DIVIDENDS - MERRILL LYNCH	22,068.
DIVIDENDS - RBC ADVISORS	12,954.
Total	<u>42,465.</u>