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

Department of the Treasury  
Internal Revenue Service

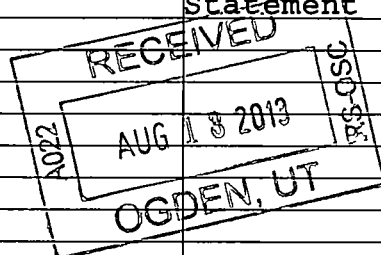
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

Open to public inspection

For calendar year 2012 or tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

Name of foundation <b>ZENKEL FOUNDATION</b>		A Employer identification number <b>13-3380631</b>
Number and street (or P O box number if mail is not delivered to street address) <b>15 WEST 53RD STREET</b>		B Telephone number <b>212 931-9108</b>
City or town, state, and ZIP code <b>NEW YORK, NY 10019</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ <b>2,050,912.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I	Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	12,156.	12,156.		Statement 1
	4 Dividends and interest from securities	50,932.	50,932.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	76,200.			
	b Gross sales price for all assets on line 6a <b>1,252,108.</b>				
	7 Capital gain net income (from Part IV, line 2)		76,200.		
	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					
12 Total Add lines 1 through 11		139,288.	139,288.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees      Stmt 3	13,028.	6,514.		6,514.
	c Other professional fees      Stmt 4	19,667.	19,667.		0.
	17 Interest				
	18 Taxes      Stmt 5	11,017.	147.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses      Stmt 6	429.	90.		339.
	24 Total operating and administrative expenses Add lines 13 through 23	44,141.	26,418.		6,853.
	25 Contributions, gifts, grants paid	191,800.			191,800.
26 Total expenses and disbursements. Add lines 24 and 25	235,941.	26,418.		198,653.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-96,653.				
b Net investment income (if negative, enter -0-)		112,870.			
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	309,276.	126,616.	126,616.
	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	139,494.	0.	0.
	b Investments - corporate stock Stmt 8	1,270,969.	1,643,936.	1,837,738.
	c Investments - corporate bonds Stmt 9	228,941.	81,475.	86,558.
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
<b>16 Total assets</b> (to be completed by all filers)	<b>1,948,680.</b>	<b>1,852,027.</b>	<b>2,050,912.</b>	
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 ▶)			
<b>23 Total liabilities</b> (add lines 17 through 22)	<b>0.</b>	<b>0.</b>		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	1,948,680.	1,852,027.		
<b>30 Total net assets or fund balances</b>	<b>1,948,680.</b>	<b>1,852,027.</b>		
<b>31 Total liabilities and net assets/fund balances</b>	<b>1,948,680.</b>	<b>1,852,027.</b>		

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	1,948,680.
2 Enter amount from Part I, line 27a	2	-96,653.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,852,027.
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	1,852,027.

**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 SEE STATEMENT A ATTACHED	P	Various	Various
b SEE STATEMENT A ATTACHED	P	Various	Various
c Capital Gains Dividends			
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 707,526.		689,171.	18,355.
b 537,771.		486,737.	51,034.
c 6,811.			6,811.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(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			18,355.
b			51,034.
c			6,811.
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	76,200.
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	207,606.	1,822,539.	.113910
2010	222,501.	1,734,515.	.128279
2009	220,951.	1,797,792.	.122901
2008	306,755.	1,607,825.	.190789
2007	408,664.	3,519,446.	.116116

2 Total of line 1, column (d)	2	.671995
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	.134399
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,034,178.
5 Multiply line 4 by line 3	5	273,391.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,129.
7 Add lines 5 and 6	7	274,520.
8 Enter qualifying distributions from Part XII, line 4	8	198,653.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	2,257.
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	2,257.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	2,257.
6	Credits/Payments:		
6a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,022.
6b	Exempt foreign organizations - tax withheld at source	6b	
6c	Tax paid with application for extension of time to file (Form 8868)	6c	1,257.
6d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	2,279.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	22.
9	<b>Tax due</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	0.
10	<b>Overpayment</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	
11	Enter the amount of line 10 to be: <b>Credited to 2013 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input checked="" type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6		X
7	X	
8a		
8b	X	
9		X
10		X

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>SAROWITZ MILITO &amp; CO CPAS</u> Telephone no. ► <u>718 769-4497</u> Located at ► <u>169 WEST END AVENUE, BROOKLYN, NY</u> ZIP+4 ► <u>11235</u>			
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 ► <u>15</u> N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A ► <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	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**

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**  Yes  No **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? **7b** **N/A**

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

**1 List all officers, directors, trustees, foundation managers and their compensation.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 10		0.	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	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	<b>0.</b>

**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	1,892,368.
b	Average of monthly cash balances	1b	172,787.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	2,065,155.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,065,155.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	30,977.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,034,178.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	101,709.

**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	101,709.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,257.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,257.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	99,452.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	99,452.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	99,452.

**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	198,653.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	198,653.
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	0.
6	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4	6	198,653.

**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				99,452.
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	235,308.			
b From 2008	226,578.			
c From 2009	131,228.			
d From 2010	136,550.			
e From 2011	127,169.			
f Total of lines 3a through e	856,833.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 198,653.				
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				99,452.
e Remaining amount distributed out of corpus	99,201.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	956,034.			
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	235,308.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	720,726.			
10 Analysis of line 9:				
a Excess from 2008	226,578.			
b Excess from 2009	131,228.			
c Excess from 2010	136,550.			
d Excess from 2011	127,169.			
e Excess from 2012	99,201.			

**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)

**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

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

**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
<p><b>a Paid during the year</b></p> <p>SEE SCHEDULE ATTACHED</p>				191,800.
<b>Total</b>				▶ <b>3a</b> 191,800.
<p><b>b Approved for future payment</b></p> <p>None</p>				
<b>Total</b>				▶ <b>3b</b> 0.





**THE ZENKEL FOUNDATION**  
**EIN: 13-3380631**  
**GAIN/(LOSS) ON SALE OF INVESTMENTS**  
**FOR THE YEAR ENDED DECEMBER 31, 2012**

Securities	Date Acquired	Date Sold	Gross Proceeds	Cost Basis	Gain / (Loss)
<b>SHORT-TERM (WOG)</b>					
AAC TECHNOLOGIES	3/3/12	5/31/12	6,239.57	5,486.45	753.12
ALPS ETF TR	9/27/11	5/30/12	15,789.74	15,506.80	282.94
APACHE CORP	8/25/11	5/30/12	3,260.32	4,009.58	(749.26)
APACHE CORP	8/6/10	5/30/12	8,233.31	10,432.40	(2,199.09)
APPLE COMPUTER INC	8/25/11	5/30/12	5,775.37	3,742.48	2,032.89
APPLE COMPUTER INC	6/17/11	5/30/12	5,775.37	3,216.10	2,559.27
BLACKROCK INC	5/23/12	5/30/12	4,261.40	4,021.25	240.15
BLACKROCK INC	5/23/12	7/19/12	13,216.79	12,063.75	1,153.04
Bristol-Myers Squibb Co	8/2/12	9/20/12	16,488.68	16,557.40	(68.72)
CHUBB CORP	8/25/11	5/30/12	7,101.84	5,858.00	1,243.84
CITIGROUP CAP XXI 8.3%	1/31/12	5/30/12	25,250.00	25,562.50	(312.50)
CITIGROUP CAP XXI 8.3%	1/26/12	5/30/12	5,050.00	5,100.00	(50.00)
CLEAN HARBORS INC	3/16/12	5/30/12	3,128.92	3,451.65	(322.73)
CLEAN HARBORS INC	3/16/12	7/10/12	8,455.04	10,354.95	(1,899.91)
DOLLAR TREE INC	12/13/11	5/30/12	5,125.38	4,112.50	1,012.88
DOMINION RES INC	10/13/11	5/30/12	20,965.76	19,959.84	1,005.92
DUKE ENERGY CORP	9/22/11	3/22/12	31,184.43	29,313.45	1,870.98
EBAY INC COM	1/26/12	5/30/12	11,861.73	9,590.58	2,271.15
FAMILY DOLLAR STORES	12/13/11	5/30/12	3,351.42	2,877.00	474.42
GENERAL ELECTRIC CO	12/12/11	5/30/12	41,856.00	41,274.00	582.00
GLAXOSMITHKLINE	1/9/12	5/30/12	8,747.80	8,857.88	(110.08)
GOLDCORP INC	9/15/11	5/30/12	7,327.83	10,047.66	(2,719.83)
GOLDEN EAGLE RETAIL	1/6/12	5/31/12	2,196.69	2,001.45	195.24
ISHARES S&P	12/13/11	5/30/12	11,612.74	11,187.00	425.74
ISHARES S&P	11/29/11	5/30/12	34,838.21	33,117.60	1,720.61
JP MORGAN CHASE & CO	10/28/11	5/30/12	42,677.60	42,600.00	77.60
JP MORGAN CHASE CAP XXIX	2/15/12	5/30/12	1,061.88	1,063.95	(2.07)
JP MORGAN CHASE CAP XXIX	2/10/12	5/30/12	2,149.65	2,141.18	8.47
JP MORGAN CHASE CAP XXIX	2/9/12	5/30/12	2,771.24	2,755.42	15.82
JP MORGAN CHASE CAP XXIX	2/8/12	5/30/12	4,377.00	4,350.25	26.75
KINDER MORGAN MGMT LLC	3/16/12	5/15/12	57.81	60.61	(2.80)
KINDER MORGAN MGMT LLC	3/16/12	5/30/12	7,446.23	7,781.53	(335.30)
KINDER MORGAN MGMT LLC	3/16/12	7/27/12	8.00	8.11	(0.11)
KINDER MORGAN MGMT LLC	3/16/12	11/28/12	22.54	21.81	0.73
LUK FOOK HLDGS	1/6/12	9/24/12	12,572.28	14,242.53	(1,670.25)
MCMORAN EXPLORATION CO	2/23/12	12/11/12	1,545.20	1,394.93	150.27
METLIFE INC DTD 6.400%	12/9/11	5/30/12	4,715.00	4,737.50	(22.50)
METLIFE INC DTD 6.400%	8/19/11	5/30/12	23,575.00	23,332.15	242.85
MORGAN STANLEY 4.75%	4/30/12	12/6/12	37,929.50	35,022.40	2,907.10
NATIONAL OIL WELL VARCO INC	2/13/12	5/30/12	3,360.92	4,136.50	(775.58)
NEXTERA ENERGY INC COM	10/21/11	4/25/12	38,482.53	33,388.32	5,094.21

**THE ZENKEL FOUNDATION**  
**EIN: 13-3380631**  
**GAIN/(LOSS) ON SALE OF INVESTMENTS**  
**FOR THE YEAR ENDED DECEMBER 31, 2012**

Securities	Date Acquired	Date Sold	Gross Proceeds	Cost Basis	Gain / (Loss)
PARKER HANNIFIN CORP	3/22/12	5/30/12	4,229.40	4,239.87	(10.47)
PNC FINL SVCS 6.75%	6/16/12	5/30/12	20,675.00	21,100.00	(425.00)
QUALCOMM INC	4/25/12	5/30/12	10,071.02	11,022.92	(951.90)
QUALCOMM INC	1/26/92	5/30/12	2,877.43	2,939.52	(62.09)
SPDR GOLD TRUST	8/25/11	5/30/12	15,187.65	17,095.99	(1,908.34)
UNION PAC CORP	2/17/12	5/30/12	5,505.87	5,531.52	(25.65)
US TREASURY NOTES 1.875%	10/11/12	3/8/12	48,128.20	47,276.37	851.83
US TREASURY NOTES 2.375%	12/12/11	3/14/12	51,619.53	52,267.60	(648.07)
WATSON PHARMACEUTICALS	1/18/12	5/30/12	10,876.25	8,681.87	2,194.38

<b>TOTAL SHORT-TERM (WOG)</b>	659,017.07	644,895.12	14,121.95
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<b>LONG-TERM (WOG)</b>					
ABBOTT LABORATORIES	1/26/11	3/9/12	17,331.01	14,094.00	3,237.01
AMAZON COM INC	8/24/10	5/30/12	5,257.13	3,108.00	2,149.13
APACHE CORP	8/6/10	5/30/12	4,890.49	5,711.69	(821.20)
APACHE CORP	8/6/2010	12/10/2012	2,993.93	3,807.79	(813.86)
APPLE COMPUTER INC	4/8/11	5/30/12	11,550.74	6,740.58	4,810.16
APPLE COMPUTER INC	1/15/10	5/30/12	11,550.74	4,141.22	7,409.52
APPLE COMPUTER INC	1/15/10	9/6/12	6,737.54	2,070.61	4,666.93
BERKLEY W R CORP 5.875% 2/15/13	1/15/10	9/6/12	18,405.00	16,020.00	2,385.00
CANADIAN GOVERNMENT	6/17/10	5/30/12	25,109.17	24,879.50	229.67
CHUBB CORP	10/18/04	5/30/12	7,101.84	5,900.50	1,201.34
CHUBB CORP	10/18/04	10/18/12	4,033.51	1,651.50	2,382.01
DOLLAR TREE INC	1/5/11	5/30/12	7,688.08	3,903.58	3,784.50
EATON VANCE CORP	9/30/11	12/13/12	24,041.40	21,670.00	2,371.40
FAMILY DOLLAR STORES	2/6/09	5/30/12	6,702.85	2,699.98	4,002.87
FAMILY DOLLAR STORES	2/6/09	12/6/12	7,000.45	2,699.98	4,300.47
GENERAL ELECTRIC CO	4/30/08	5/30/12	22,718.20	20,187.60	2,530.60
GOLDCORP INC	10/6/10	5/31/02	6,590.07	8,208.60	(1,618.53)
HENGAN INTL GROUP	3/27/08	5/31/12	14,135.34	5,105.27	9,030.07
IMPERIAL OIL CO	4/9/02	9/14/12	8,043.81	1,949.48	6,094.33
IMPERIAL OIL CO	12/31/11	5/30/12	24,359.20	32,742.52	(8,383.32)
JP MORGAN CHASE CAP XI	2/22/11	4/5/12	7,522.45	7,467.66	54.79
JP MORGAN CHASE CAP XXIX	2/18/11	4/5/12	12,537.42	12,437.70	99.72
JP MORGAN CHASE CAP XXIX	2/17/11	4/5/12	2,181.51	2,160.21	21.30
JP MORGAN CHASE CAP XXIX	2/17/11	4/9/12	2,832.39	2,805.79	26.60
JP MORGAN CHASE CAP XXIX	12/9/09	4/9/12	6,792.73	6,023.14	769.59
JP MORGAN CHASE CAP XXIX	12/9/09	4/10/12	3,231.37	2,867.10	364.27
JP MORGAN CHASE CAP XXIX GTD	8/17/10	5/30/12	15,539.64	15,054.66	484.98
JP MORGAN CHASE CAP XXIX GTD	8/17/10	7/11/12	464.62	451.64	12.98

**THE ZENKEL FOUNDATION**  
**EIN: 13-3380631**  
**GAIN/(LOSS) ON SALE OF INVESTMENTS**  
**FOR THE YEAR ENDED DECEMBER 31, 2012**

Securities	Date Acquired	Date Sold	Gross Proceeds	Cost Basis	Gain / (Loss)
JP MORGAN CHASE CAP XXIX GTD	8/17/10	7/12/12	1,469.12	1,430.19	38.93
JP MORGAN CHASE CAP XXIX GTD	8/17/10	7/13/12	1,936.48	1,881.83	54.65
JP MORGAN CHASE CAP XXIX GTD	8/17/10	8/8/12	1,308.49	1,254.55	53.94
JP MORGAN CHASE CAP XXIX GTD	8/17/10	8/20/12	1,936.58	1,856.74	79.84
JP MORGAN CHASE CAP XXIX GTD	8/17/10	8/20/12	1,726.17	1,656.01	70.16
JP MORGAN CHASE CAP XXIX GTD	8/17/10	8/21/12	1,699.98	1,630.92	69.06
JP MORGAN CHASE CAP XXIX GTD	8/17/10	8/21/12	2,564.53	2,458.93	105.60
JP MORGAN CHASE CAP XXIX GTD	8/17/10	8/21/12	2,537.29	2,433.84	103.45
KINGDEE INTERNATIONAL SFTWR	10/22/10	5/31/12	301.51	776.38	(474.87)
KINGDEE INTERNATIONAL SFTWR	10/5/10	5/31/12	120.61	297.43	(176.82)
KINGDEE INTERNATIONAL SFTWR	10/6/10	5/31/12	20.10	49.66	(29.56)
KINGDEE INTERNATIONAL SFTWR	10/15/10	5/31/12	120.61	294.91	(174.30)
KINGDEE INTERNATIONAL SFTWR	10/14/10	5/31/12	60.30	147.06	(86.76)
KINGDEE INTERNATIONAL SFTWR	10/21/10	5/31/12	40.20	97.60	(57.40)
KINGDEE INTERNATIONAL SFTWR	10/7/10	5/31/12	120.61	290.81	(170.20)
KINGDEE INTERNATIONAL SFTWR	10/11/10	5/31/12	40.20	97.02	(56.82)
KINGDEE INTERNATIONAL SFTWR	10/18/10	5/31/12	40.20	96.84	(56.64)
KINGDEE INTERNATIONAL SFTWR	10/20/10	5/31/12	40.20	96.62	(56.42)
KINGDEE INTERNATIONAL SFTWR	10/19/10	5/31/12	40.20	95.37	(55.17)
KINGDEE INTERNATIONAL SFTWR	10/8/10	5/31/12	80.40	188.74	(108.34)
KINGDEE INTERNATIONAL SFTWR	10/12/10	5/31/12	60.30	141.89	(81.59)
KINGDEE INTERNATIONAL SFTWR	10/13/10	5/31/12	60.30	141.16	(80.86)
KINGDEE INTERNATIONAL SFTWR	9/30/10	5/31/12	261.32	608.85	(347.53)
KINGDEE INTERNATIONAL SFTWR	9/29/10	5/31/12	180.91	406.34	(225.43)
KINGDEE INTERNATIONAL SFTWR	9/28/10	5/31/12	80.40	177.07	(96.67)
KINGDEE INTERNATIONAL SFTWR	9/24/10	5/31/12	120.61	263.37	(142.76)
KINGDEE INTERNATIONAL SFTWR	9/27/10	5/31/12	261.32	569.99	(308.67)
KINGDEE INTERNATIONAL SFTWR	9/22/10	5/31/12	120.61	260.36	(139.75)
KINGDEE INTERNATIONAL SFTWR	9/21/10	5/31/12	120.60	257.35	(136.75)
KINGDEE INTERNATIONAL SFTWR	9/20/10	5/31/12	120.61	254.34	(133.73)
MCMORAN EXPLORATION COMPANY	1/6/11	5/30/12	1,917.96	3,556.84	(1,638.88)
MCMORAN EXPLORATION COMPANY	1/5/11	5/30/12	1,917.95	3,547.16	(1,629.21)
MCMORAN EXPLORATION COMPANY	1/7/11	5/30/12	2,397.45	4,416.85	(2,019.40)
MCMORAN EXPLORATION COMPANY	10/18/10	5/30/12	2,876.93	5,008.14	(2,131.21)
MCMORAN EXPLORATION COMPANY	10/18/10	6/26/12	1,138.70	1,669.38	(530.68)
MCMORAN EXPLORATION COMPANY	10/18/10	12/6/12	2,984.03	3,338.76	(354.73)
MCMORAN EXPLORATION COMPANY	8/19/11	12/11/12	3,863.01	2,982.25	880.76
MCMORAN EXPLORATION COMPANY	8/19/11	12/19/12	5,457.74	4,175.15	1,282.59
OSISKO MNG CORP	10/21/09	5/30/12	5,659.68	5,998.61	(338.93)
OSISKO MNG CORP	10/22/09	12/19/12	11,410.06	10,920.05	490.01
ROSS STORES INC	8/6/10	5/30/12	10,926.75	4,354.78	6,571.97
ROSS STORES INC	8/6/10	12/6/12	2,751.93	1,244.22	1,507.71

**THE ZENKEL FOUNDATION**  
**EIN: 13-3380631**  
**GAIN/(LOSS) ON SALE OF INVESTMENTS**  
**FOR THE YEAR ENDED DECEMBER 31, 2012**

Securities	Date Acquired	Date Sold	Gross Proceeds	Cost Basis	Gain / (Loss)
SEABRIDGE GOLD INC	10/16/09	5/30/12	1,522.96	2,606.67	(1,083.71)
SEABRIDGE GOLD INC	10/15/09	5/30/12	3,045.93	5,159.92	(2,113.99)
SEABRIDGE GOLD INC	10/15/09	12/10/12	4,640.89	7,739.88	(3,098.99)
STG GLOBAL CROSSING	12/31/07	10/4/12	20.54	-	20.54
SPDR GOLD TRUST	8/25/11	5/30/12	7,593.86	4,684.99	2,908.87
SUNCOR ENERGY INC	11/6/09	5/30/12	9,572.28	11,564.00	(1,991.72)
SUNCOR ENERGY INC	11/6/09	7/3/12	9,084.24	9,912.00	(827.76)
TSINGTAO BREWERY CO LTD	10/8/10	1/5/12	4,777.20	5,084.06	(306.86)
TSINGTAO BREWERY CO LTD	10/8/10	1/6/12	6,006.71	6,603.43	(596.72)
US TREASURY NOTES 1.875% DUE 06/15/12	6/11/09	6/15/12	40,000.00	39,950.00	50.00
WANT WANT CHINA	5/26/09	5/30/12	8,482.30	6,650.90	1,831.40
WANT WANT CHINA	1/18/12	5/30/12	8,482.31	3,607.92	4,874.39

**TOTAL LONG-TERM (WOG)**

461,464.80      411,548.43      49,916.37

**SHORT-TERM (Eagle Capital)**

Microsoft	6/5/2012	8/2/2012	2,910.02	2,858.37	51.65
Progressive Corp	6/5/2012	8/13/2012	11,829.99	12,651.42	(821.43)
Kraft Foods Group	6/5/2012	10/2/2012	31.16	26.21	4.95
Kraft Foods Group	6/5/2012	11/7/2012	7,439.23	6,526.63	912.60
Charles Schwab Corp	6/7/2012	11/14/2012	6,312.46	6,229.95	82.51
Comcast Corp Special Cl A	6/5/2012	11/26/2012	10,688.08	8,567.31	2,120.77
Goldman Sachs Group	6/5/2012	12/5/2012	5,873.53	4,611.99	1,261.54
Goldman Sachs Group	6/5/2012	12/6/2012	2,930.01	2,306.00	624.01

**TOTAL SHORT-TERM (Eagle Capital)**

48,014.48      43,777.88      4,236.60

**SHORT-TERM (Morgan Stanley)**

SENTINEL SHORT MAT	VARIOUS	VARIOUS	494.83	498.23	(3.40)
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**TOTAL SHORT-TERM (Morgan Stanley)**

494.83      498.23      (3.40)

**LONG-TERM (Morgan Stanley)**

PIMCO	12/10/09	5/24/12	40,000.00	38,787.87	1,212.13
ALLIANCEBER HIGH INCOME	12/10/09	9/11/12	2,000.00	1,785.41	214.59
LORD ABBETT SHT DURATION	12/10/09	9/11/12	2,000.00	1,969.76	30.24
NATIXIS LOOMIS SAY	8/29/11	9/11/12	2,000.00	1,968.42	31.58
PIMCO TOTAL RETURN	12/10/09	9/11/12	2,000.00	1,893.82	106.18
Templeton Global Bond	12/10/09	9/11/12	2,000.00	1,907.85	92.15

**THE ZENKEL FOUNDATION**  
**EIN: 13-3380631**  
**GAIN/(LOSS) ON SALE OF INVESTMENTS**  
**FOR THE YEAR ENDED DECEMBER 31, 2012**

Securities	Date Acquired	Date Sold	Gross Proceeds	Cost Basis	Gain / (Loss)
Sentinel Short Mat GOVT A	1/20/10	12/4/12	24,381.72	25,000.00	(618.28)
Sentinel Short Mat GOVT A - various	various	various	924.12	943.90	(19.78)
Templeton Global Bond	12/10/09	12/4/12	1,000.00	932.11	67.89
<b>TOTAL LONG TERM (Morgan Stanley)</b>			<b>76,305.84</b>	<b>75,189.14</b>	<b>1,116.70</b>
<b>TOTAL SHORT TERM</b>			<b>707,526.38</b>	<b>689,171.23</b>	<b>18,355.15</b>
<b>TOTAL LONG TERM</b>			<b>537,770.64</b>	<b>486,737.57</b>	<b>51,033.07</b>
<b>TOTAL CAPITAL GAINS</b>			<b>1,245,297.02</b>	<b>1,175,908.80</b>	<b>69,388.22</b>

**ZENKEL FOUNDATION**  
**13-3380631**

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**PART XV, LINE 3A**  
**SUPPLEMENTAL SCHEDULE OF CHARITABLE DONATIONS**  
**FOR THE YEAR ENDED DECEMBER 31, 2012**

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Allan Husto Legacy Foundation	\$ 2,000
Amherst College	4,000
Boys & Girls Club of Greenwich	1,000
Breast Cancer Research Fund	250
Brunswick School	3,500
Center for Grieving Children	200
Chabad of Greenwich	2,750
Dartmouth College	15,000
Global Camps Africa	1,000
Greenwich Hospital	5,000
Greenwich Library	1,000
International Center of Photography	70,000
Kids in Crisis	500
Lincoln Center Theatre	2,500
Masters School	1,000
Mount Sinai School	250
Museum of Film and Television	1,000
Museum of Modern Art	15,000
Old Oaks Foundation	850
S.C.O.P.E.	7,000
Teach for America	500
The Jewish Museum	1,000
Tuck Annual Giving	5,000
UJA Federation of Greenwich	2,500
UJA Federation of Westchester	7,500
University of Michigan	40,000
Wellesley College	<u>1,500</u>
<b>TOTAL</b>	<b><u>\$ 191,800</u></b>

None of the above organizations are related to the Donor in any manner. All are public charities as described in Section 501(c)(3) of the Internal Revenue Code. All contributions are for general support of the 501(c)(3) nonprofit organizations.

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Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

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Source	Amount
MORGANSTANLEY SMITHBARNEY	1,000.
WILKINSON O'GRADY	11,156.
Total to Form 990-PF, Part I, line 3, Column A	12,156.

Form 990-PF

Dividends and Interest from Securities

Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
LORD ABBETT	27.	27.	0.
MAINSTAY HIGH YIELD	157.	157.	0.
MORGAN STANLEY	34,538.	0.	34,538.
NATIXIS LOOMIS	981.	981.	0.
NEUBERGER BERMAN	489.	489.	0.
PIMCO TOTAL RETURN	3,842.	3,842.	0.
STATE STREET BANK	5,018.	0.	5,018.
TEMPLETON GLOBAL FUND	1,315.	1,315.	0.
WILKINSON O'GRADY	11,376.	0.	11,376.
Total to Fm 990-PF, Part I, ln 4	57,743.	6,811.	50,932.

Form 990-PF

Accounting Fees

Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
SAROWITZ MILITO & CO	13,028.	6,514.		6,514.
To Form 990-PF, Pg 1, ln 16b	13,028.	6,514.		6,514.

Form 990-PF

Other Professional Fees

Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
WILKINSON O'GRADY	12,484.	12,484.		0.
MORGAN STANLEY	4,909.	4,909.		0.
EAGLE CAPITAL MANAGEMENT	2,113.	2,113.		0.
STATE STREET BANK	161.	161.		0.
To Form 990-PF, Pg 1, ln 16c	19,667.	19,667.		0.

Form 990-PF

Taxes

Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FEDERAL EXCISE TAX	10,870.	0.		0.
FOREIGN TAX	147.	147.		0.
To Form 990-PF, Pg 1, ln 18	11,017.	147.		0.

Form 990-PF

Other Expenses

Statement 6

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
NYS FILING FEE	250.	0.		250.
OFFICE EXPENSE	179.	90.		89.
To Form 990-PF, Pg 1, ln 23	429.	90.		339.

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Form 990-PF                      U.S. and State/City Government Obligations                      Statement      7

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<u>Description</u>	<u>U.S. Gov't</u>	<u>Other Gov't</u>	<u>Book Value</u>	<u>Fair Market Value</u>
REDEEMED DURING FYE 12/31/12	X		0.	0.
Total U.S. Government Obligations				
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			0.	0.

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Form 990-PF Corporate Stock Statement 8

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<u>Description</u>	<u>Book Value</u>	<u>Fair Market Value</u>
SEE SCHEDULE ATTACHED	1,643,936.	1,837,738.
Total to Form 990-PF, Part II, line 10b	1,643,936.	1,837,738.

**ZENKEL FOUNDATION**  
**13-3380631**

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**STATEMENT 8**  
**INVESTMENTS IN CORPORATE SECURITIES AT COST**  
**FOR THE YEAR ENDED DECEMBER 31, 2012**

<u>DESCRIPTION</u>	<u>AMOUNT</u>
3D Systems Corp	\$ 7,155
3M Company	12,382
AAC Technologies	16,459
Alliance Bernstein High Income Fund	61,652
ALPS ETF	15,470
Altera Corporation	18,482
Amazon Com Inc.	6,216
American International Group Inc.	14,518
Amgen Inc.	21,467
Anheuser Busch	12,023
AON PLC	31,884
Apache Corp.	24,378
Apple Computer Inc.	27,767
Berkley W R Corp.	11,228
Berkshire Hathaway Class B	41,932
Chubb Corp.	2,682
Chubb Corp. New	5,858
Citigroup Inc.	14,227
Coca Cola Co.	25,725
Comcast Corp. Special	15,707
Disney Walt Co.	14,719
Dollar Tree Inc.	6,506
EBay Inc. Com	15,984
Ecolab Inc.	26,341
EMC Corp.	16,062
Energy XXI (Bermuda) LTD	8,181
Family Dollar Stores	4,050
Fidelity National Information Services Inc.	12,592
Freeport McMoran	15,964
Glaxosmithkline	17,722
Goldcorp Inc.	15,270
Golden Eagle Retail Group	11,946
Goldman Sachs Group Inc.	11,530
Google Inc.	18,295
Hengan International Group	5,106
Intel Corp.	24,217
IShares S&P	36,360
J.P. Morgan Chase	8,635
Kinder Morgan Mgmt. LLC	14,935
Liberty Global Inc.	24,241
Loews Corp.	19,270

ZENKEL FOUNDATION  
13-3380631

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STATEMENT 8  
INVESTMENTS IN CORPORATE SECURITIES AT COST  
FOR THE YEAR ENDED DECEMBER 31, 2012

Lord Abbett	88,504
Mainstay	30,326
McDonald's Corp.	8,724
Microsoft Corp.	34,511
Mondelez International Inc.	20,083
Morgan Stanley	19,875
National Oil Well Varco Inc.	12,409
Natixis Loomis Say	107,791
Nestle Sa ADR	33,237
Neuberger Berman Hi Inc.	40,944
News Corp. Ltd Class A	20,537
Noble Energy Inc.	30,984
Oracle Systems	24,634
Parker Hannifin Corp.	12,720
Praxair Inc.	20,546
Pepsico	18,407
Pimco Total Return	161,553
Qualcomm Inc.	19,123
Ross Stores Inc.	3,111
SPDR Gold Trust	14,055
Templeton Global	101,416
Tencent Holdings LTD	7,647
Thermo Fisher Scientific Inc.	12,735
Toll Brothers Inc.	8,662
Union Pac Corp Com	11,063
United Health Group Inc.	21,757
Wal-Mart Stores Inc.	24,652
Want Want China Holdings LTD	7,216
Watson Pharmaceuticals	<u>11,576</u>

**TOTAL INVESTMENT IN EQUITIES**

**\$ 1,643,936**

Form 990-PF

Corporate Bonds

Statement 9

<u>Description</u>	<u>Book Value</u>	<u>Fair Market Value</u>
SEE SCHEDULE ATTACHED	81,475.	86,558.
Total to Form 990-PF, Part II, line 10c	81,475.	86,558.

ZENKEL FOUNDATION  
13-3380631

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STATEMENT 9  
INVESTMENTS IN CORPORATE BONDS AT COST  
FOR THE YEAR ENDED DECEMBER 31, 2012

<u>DESCRIPTION</u>	<u>INTEREST RATE</u>	<u>MATURITY DATES</u>	<u>AMOUNT</u>
Capital One Capital III	7.686%	12/15/55	15,262
Citigroup Funding, Inc. Notes	4.000%	07/30/13	25,000
BNSF Funding	6.613%	12/15/55	26,033
Prudential Financial Inc.	5.875%	09/15/42	<u>15,180</u>
<b>Total Investments in Corporate Bonds</b>			<b><u>\$ 81,475</u></b>

Form 990-PF

Part VIII - List of Officers, Directors  
Trustees and Foundation Managers

Statement 10

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
LOIS ZENKEL 15 WEST 53RD STREET NEW YORK, NY 10019	PRESIDENT & DIRECTOR 1.00	0.	0.	0.
BRUCE ZENKEL 15 WEST 53RD STREET NEW YORK, NY 10019	DIRECTOR 1.00	0.	0.	0.
DANIEL R. ZENKEL 15 WEST 53RD STREET NEW YORK, NY 10019	SECY/TREAS/DIRECTOR 1.00	0.	0.	0.
LISA Z. SHELDON 15 WEST 53RD STREET NEW YORK, NY 10019	DIRECTOR 1.00	0.	0.	0.
GARY B. ZENKEL 15 WEST 53RD STREET NEW YORK, NY 10019	DIRECTOR 1.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.	0.

## 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](http://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*

<b>Type or print</b>	Name of exempt organization or other filer, see instructions  <b>ZENKEL FOUNDATION</b>	Employer identification number (EIN) or  <b>13-3380631</b>
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 <b>15 WEST 53RD STREET</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>NEW YORK, NY 10019</b>	

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 (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**SAROWITZ MILITO & CO CPAS**

- The books are in the care of ▶ **169 WEST END AVENUE - BROOKLYN, NY 11235**  
 Telephone No ▶ **718 769-4497** FAX No ▶ **718 769-7359**
- 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:  
 ▶  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	<b>3a</b>	\$ <b>2,257.</b>
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.	<b>3b</b>	\$ <b>1,000.</b>
c <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	<b>3c</b>	\$ <b>1,257.</b>

**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