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CHANGE OF THE ACCOUNTING PERIOD

Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

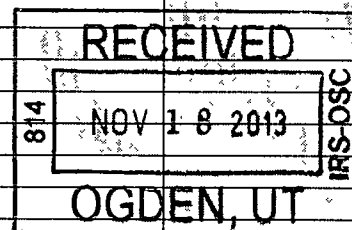
For calendar year 2012 or tax year beginning

02/01, 2012, and ending

12/31, 2012

Name of foundation THE SOL GOLDMAN CHARITABLE TRUST		A Employer identification number 13-3577310
Number and street (or P O box number if mail is not delivered to street address) 640 FIFTH AVENUE THIRD FLOOR	Room/suite	B Telephone number (see instructions) (212) 265-2280
City or town, state, and ZIP code NEW YORK, NY 10019		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply:	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 98,155,679.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> 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 (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)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		801,356.	801,356.		
4 Dividends and interest from securities		1,466,696.	1,466,692.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,013,443.			
b Gross sales price for all assets on line 6a 94,107,623.					
7 Capital gain net income (from Part IV, line 2)			1,013,443.		
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) (attach schedule)					
11 Other income (attach schedule) ATCH 1		2,757.	2,757.		
12 Total. Add lines 1 through 11		3,284,252.	3,284,248.		
13 Compensation of officers, directors, trustees, etc.		0			
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) ATCH 2		6,052.	3,026.		3,026.
c Other professional fees (attach schedule) *		126,398.	126,398.		
17 Interest					
18 Taxes (attach schedule) (see instructions) ATCH 4		81,691.	1,025.		-84.
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 5		4,984.	3,134.		1,593.
24 Total operating and administrative expenses. Add lines 13 through 23		219,125.	133,583.		4,535.
25 Contributions, gifts, grants paid		4,884,544.			4,884,544.
26 Total expenses and disbursements. Add lines 24 and 25		5,103,669.	133,583.	0	4,889,079.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-1,819,417.			
b Net investment income (if negative, enter -0-)			3,150,665.		
c Adjusted net income (if negative, enter -0-)					



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	78,200.	43,993.	43,993.
	2	Savings and temporary cash investments	783,132.	751,049.	751,049.
	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 schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule). **	32,263,898.	29,878,831.	29,878,831.
	b	Investments - corporate stock (attach schedule) ATCH 7	43,258,515.	51,288,351.	60,603,114.
	c	Investments - corporate bonds (attach schedule) ATCH 8	16,820,973.	6,653,225.	6,653,225.
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 9	277,800.	184,150.	184,150.
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ ATCH 10)		41,317.	41,317.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	93,482,518.	88,840,916.	98,155,679.	
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 (attach schedule)			
	22	Other liabilities (describe ▶)	1,719.		
23	Total liabilities (add lines 17 through 22)	1,719.	0		
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 and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	90,655,246.	88,840,916.	
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	90,655,246.	88,840,916.	
	31	Total liabilities and net assets/fund balances (see instructions)	90,656,965.	88,840,916.	

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	90,655,246.
2	Enter amount from Part I, line 27a	2	-1,819,417.
3	Other increases not included in line 2 (itemize) ▶ ATCH 11	3	5,257.
4	Add lines 1, 2, and 3	4	88,841,086.
5	Decreases not included in line 2 (itemize) ▶ ATCH 12	5	170.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	88,840,916.

**ATCH 6

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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 PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) 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					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	1,013,443.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3	0	
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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	5,736,229.	92,760,671.	0.061839
2010	4,467,000.	93,730,430.	0.047658
2009	4,393,060.	92,110,192.	0.047694
2008	8,939,074.	103,442,141.	0.086416
2007	8,994,847.	134,975,743.	0.066640
2 Total of line 1, column (d)			2 0.310247
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 0.062049
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 94,378,058.
5 Multiply line 4 by line 3			5 5,856,064.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 31,507.
7 Add lines 5 and 6			7 5,887,571.
8 Enter qualifying distributions from Part XII, line 4			8 4,889,079.

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	63,013.
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	
3 Add lines 1 and 2		3	63,013.
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	63,013.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	39,245.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	20,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	59,245.	
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	3,768.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ PERRY BEEK Telephone no ▶ 212-265-2280			
Located at ▶ 640 FIFTH AVENUE NEW YORK, NY ZIP+4 ▶ 10019				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
and enter the amount of tax-exempt interest received or accrued during the year				
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶				

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <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 checked="" type="checkbox"/> Yes <input 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		
1b	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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
1c	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?		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)		
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)		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No

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? ☐ 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? ☐ Yes ☒ No

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 13		0	0	0

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

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

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

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

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

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

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.

1	N/A	
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

1	NONE	
2		
All other program-related investments See instructions		
3	NONE	
Total. Add lines 1 through 3		

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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	93,928,484.
b	Average of monthly cash balances	1b	1,702,653.
c	Fair market value of all other assets (see instructions)	1c	184,150.
d	Total (add lines 1a, b, and c)	1d	95,815,287.
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	95,815,287.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	1,437,229.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	94,378,058.
6	Minimum investment return. Enter 5% of line 5	6	4,319,214.

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	4,319,214.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	63,013.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	63,013.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	4,256,201.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	4,256,201.
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	4,256,201.

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	4,889,079.
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	4,889,079.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,889,079.

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				4,256,201.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10, 20 09, 20 08				
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011 913,102.				
f Total of lines 3a through e	913,102.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 4,889,079.				
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				4,256,201.
e Remaining amount distributed out of corpus	632,878.			
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:	1,545,980.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
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)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,545,980.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011 913,102.				
e Excess from 2012 632,878.				

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

NOT APPLICABLE

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2))

NONE

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

NONE

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

Check here ☐ 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
ATCH 14

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

ATCH 15

c Any submission deadlines

THERE ARE NO SUBMISSION DEADLINES.

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

ATCH 16

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	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 ATCH 17				
Total			▶ 3a	4,884,544.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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) Exclusion code	(d) Amount	
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments				14	801,356.	
4 Dividends and interest from securities				14	1,466,696.	
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				18	1,013,443.	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b ATCH 18					2,757.	
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)					3,284,252.	
13 Total. Add line 12, columns (b), (d), and (e)						3,284,252.

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

[illegible]

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

- | 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? | | Yes | No |
|---|--|-------|----|
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 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.

[illegible]

**Sign
Here**

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

Debra Little
Signature of officer or trustee

11-11-13
Date

► Trustee
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name	SCOTT THOMPSETT
----------------------------	-----------------

Preparer's signature *Seto Shingaito*

Date	11/05/2013
------	------------

Check <input type="checkbox"/> if self-employed	PTIN P00741490
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Firm's name ► GRANT THORNTON LLP

Firm's EIN ► 36-6055558

Firm's address ► 666 THIRD AVENUE
NEW YORK, NY

10017-4057

Phone no 212-599-0100

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
358,118.		JP MORGAN A37264008 347,372.					VAR 10,746.	VAR
139,953.		JP MORGAN A31656001 124,255.					VAR 15,698.	VAR
3,167,275.		JP MORGAN Q52134006 3,272,512.					VAR -105,237.	VAR
85824559.		JP MORGAN A14322001 85241391.					VAR 583,168.	VAR
1,042,291.		JP MORGAN A72581001 1,051,960.					VAR -9,669.	VAR
3,575,427.		WELLS FARG 7905-8623 3,030,905.					VAR 544,522.	VAR
		CAPITAL GAIN DISTRIBUTION					VAR 4,864.	VAR
		ST CAPITAL LOSS FROM LP INVESTMENTS					VAR -30,649.	VAR
TOTAL GAIN (LOSS)							<u>1,013,443.</u>	

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MISCELLANEOUS INCOME	2,757.	2,757.
TOTALS	2,757.	2,757.

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
GRANT THORNTON LLP	6,052.	3,026.		3,026.
TOTALS	<u>6,052.</u>	<u>3,026.</u>		<u>3,026.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT ADVISORY FEES	126,398.	126,398.
TOTALS	<u>126,398.</u>	<u>126,398.</u>

ATTACHMENT 4

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FOREIGN TAXES	1,025.	1,025.	
METROPOLITAN COMMUTER TAX	19.		19.
EXCISE TAXES	80,750.		
FICA REFUND	-103.		-103.
TOTALS	81,691.	1,025.	-84.

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
NYS CHARITY FILING FEE	1,500.		1,500.
UNEMPLOYMENT INSURANCE	93.		93.
EXPENSES FROM LP INVESTMENTS	3,134.	3,134.	
BANK FEES	257.		
TOTALS	4,984.	3,134.	1,593.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	ATTACHMENT 6	
	ENDING BOOK VALUE	ENDING FMV
GOV'T BONDS (JPMORGAN ACCOUNT)	29,878,831.	29,878,831.
US OBLIGATIONS TOTAL	29,878,831.	29,878,831.

ATTACHMENT 7FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
WELLS FARGO	15,258,826.	21,591,137.
JP MORGAN CHASE	31,777,347.	34,105,337.
FRANKLIN TEMP MUTUAL	4,252,178.	4,906,640.
TOTALS	<u>51,288,351.</u>	<u>60,603,114.</u>

ATTACHMENT 8FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
JP MORGAN CHASE CORP BONDS	4,080,578.	4,080,578.
WELLS FARGO CORP BONDS	2,572,647.	2,572,647.
TOTALS	<u>6,653,225.</u>	<u>6,653,225.</u>

ATTACHMENT 9FORM 990PF, PART II - OTHER INVESTMENTSDESCRIPTION

	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
LTD PARTNERSHIP INVESTMENTS	184,150.	184,150.
TOTALS	<u>184,150.</u>	<u>184,150.</u>

FORM 990PF, PART II - OTHER ASSETSATTACHMENT 10DESCRIPTIONENDING
BOOK VALUEENDING
FMV

ACCRUED INT & DIV RECEIVABLE

41,317.

41,317.

TOTALS

41,317.41,317.

ATTACHMENT 11FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
CURRENT YEAR FUND BALANCE ADJUSTMENT	5,257.
TOTAL	<u>5,257.</u>

ATTACHMENT 12FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

PARTNERSHIP ADJUSTMENT-ML PRIVATE EQUITY

170.

TOTAL

170.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 13TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITIONNAME AND ADDRESS

JANE H GOLDMAN
640 FIFTH AVENUE
THIRD FLOOR
NEW YORK, NY 10019

TRUSTEE
1.00

0 0 0

ALLAN H GOLDMAN
640 FIFTH AVENUE
THIRD FLOOR
NEW YORK, NY 10019

TRUSTEE
1.00

0 0 0

LOUISA LITTLE
640 FIFTH AVENUE
THIRD FLOOR
NEW YORK, NY 10019

TRUSTEE
1.00

0 0 0

GRAND TOTALS

ATTACHMENT 14FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

JANE GOLDMAN 212-265-2280
640 FIFTH AVE., 3RD FL. NY 10019
212-265-2280

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

THE FOUNDATION DOES NOT HAVE A FORMAL APPLICATION FORM.
POTENTIAL GRANTEEES ARE REQUIRED TO PROVIDE THE FOUNDATION DETAILS
ON THE PURPOSE BEHIND THE GRANT AS WELL AS VERIFICATION OF THEIR
TAX-EXEMPT STATUS.

ATTACHMENT 16990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

THERE ARE NO RESTRICTIONS OR LIMITATIONS ON AWARDS SUCH AS BY GEOGRAPHICAL AREAS, CHARITABLE FIELDS, KINDS OF INSTITUTIONS OR OTHER FACTORS.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 17

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
YALE UNIVERSITY 157 CHURCH ST NEW HAVEN, CT 06510	NONE	PUBLIC CHARITY	EDUCATIONAL	2,000,000
BROWN UNIVERSITY P.O BOX 1980 PROVIDENCE, RI 02912	NONE	PUBLIC CHARITY	EDUCATIONAL	1,000,000.
HILLEL 800 EIGHT ST NW WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	PROMOTE JEWISH CULTURE	300,000.
NEW YORK CITY CENTER 130 WEST 56TH ST NEW YORK, NY 10019	NONE	PUBLIC CHARITY	MAKE THE FINEST IN PERFORMANCE ARTS ACCESSIBLE TO BROADEST POSSIBLE AUDIENCE	200,000.
CITY HARVEST 575 8TH AVE, 4TH FL NEW YORK, NY 10018	NONE	PUBLIC CHARITY	FEEDING CITY'S HUNGARY MEN, WOMEN AND CHILDREN	164,754.
CENTRAL PARK CONSERVANCY 14 EAST 60TH ST NEW YORK, NY 10022	NONE	PUBLIC CHARITY	RESTORE, MANAGE AND PRESERVE CENTRAL PARK	100,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
JEWISH CENTER OF THE HAMPTONS 44 WOODS LANE EAST HAMPTON, NY 11937	NONE PUBLIC CHARITY		RELIGIOUS	100,000.
AMERICAN FRIENDS OF THE ISRAEL MUSEUM 500 FIFTH AVENUE, SUITE 2540 NEW YORK, NY 10110	NONE PUBLIC CHARITY		MUSEUM	100,000.
MICHAEL J FOX FOUNDATION P.O BOX 780 NEW YORK, NY 10008	NONE PUBLIC CHARITY		CURE PARKINSON'S DISEASE	75,000.
UNITED STATES HOLOCAUST MUSEUM 1100 RAUOL WALLENBERG PLACE SW WASHINGTON, DC 20024	NONE PUBLIC CHARITY		MUSEUM	75,000.
HEALTHCORPS 191 7TH AVE #2N NEW YORK, NY 10011	NONE PUBLIC CHARITY		EMPOWER AMERICAS YOUTH AND FAMILIES TO EAT SMART AND STAY ACTIVE	50,000.
NEW YORK RESTORATION PROJECT 17-19 MARBLE AVE PLEASANTVILLE, NY 10570	NONE PUBLIC CHARITY		PROTECT AND PRESERVE NYC PUBLIC SPACES AND PARKS	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
92ND STREET Y 1395 LEXINGTON AVENUE NEW YORK, NY 10128	NONE PUBLIC CHARITY	COMMUNITY AND CULTURAL CENTER	36,000.
THIRTEEN/WNET NEW YORK 450 W.33RD ST NEW YORK, NY 10001	NONE PUBLIC CHARITY	PUBLIC TELEVISION	35,000.
BROWN RISD HILLEL 80 BROWN ST PROVIDENCE, RI 02906	NONE PUBLIC CHARITY	PROMOTE JEWISH CULTURE	30,000.
PARKINSON'S DISEASE FOUNDATION 1359 BROADWAY NEW YORK, NY 10018	NONE PUBLIC CHARITY	PARKINSON'S DISEASE RESEARCH, EDUCATION AND PUBLIC ADVOCACY	30,000.
AJC GLOBAL JEWISH ADVOCACY 165 E.56TH ST, SUITE 630 NEW YORK, NY 10022	NONE PUBLIC CHARITY	PROMOTE PLURALISTIC AND DEMOCRATIC SOCIETIES	25,000.
ANTI-DEFAMATION LEAGUE 605 3RD AVENUE NEW YORK, NY 10158	NONE PUBLIC CHARITY	STOP DEFAMATION OF JEWISH PEOPLE	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
CITY MEALS ON WHEELS 355 LEXINGTON AVE NEW YORK, NY 10017	NONE	PUBLIC CHARITY	FEED ELDERLY NEW YORKERS	25,000.
F.E.G.S 315 HUDSON ST NEW YORK, NY 10013	NONE	PUBLIC CHARITY	PROVIDE COST EFFECTIVE HEALTH AND HUMAN SERVICES	25,000.
FIRST PRESBYTERIAN CHURCH OF MONROE 142 STAGE ROAD MONROE, NY 10170	NONE	PUBLIC CHARITY	RELIGIOUS	25,000.
MELANOMA RESEARCH ALLIANCE 1101 NEW YORK AVE NW WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	FUNDS RESEARCH MAKING ADVANCES PREVENTION, DIAGNOSIS, STAGING & TREATMENT OF MELANOMA	25,000.
RAMAZ 60 E.78TH ST NEW YORK, NY 10075	NONE	PUBLIC CHARITY	EDUCATIONAL	25,000.
THE BREAST CANCER RESEARCH FOUNDATION 60 E.56TH ST, 8TH FLOOR NEW YORK, NY 10022	NONE	PUBLIC CHARITY	ACHIEVE PREVENTION AND CURE FOR BREAST CANCER	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE JCC IN MANHATTAN 334 AMSTERDAM AVE NEW YORK, NY 10023	NONE PUBLIC CHARITY	COMMUNITY SERVICES	25,000.
THE PUBLIC THEATRE 425 LAFAYETTE ST NEW YORK, NY 10003	NONE PUBLIC CHARITY	THEATRICAL PRODUCER OF SHAKESPEARE AND NEW WORK	25,000.
VANDERBILT UNIVERSITY 2301 VANDERBILT PLACE NASHVILLE, TN 37235	NONE PUBLIC CHARITY	EDUCATIONAL	25,000.
JEWISH FAMILY AND CHILDREN'S SERVICES OF GREATER B 1340 CENTER ST NEWTON, MA 02459	NONE PUBLIC CHARITY	COMMUNITY SERVICES	20,000.
NY TIMES NEEDIEST CASES FUNDS 4 CHASE METROTECH CENTER ,7TH FL BROOKLYN, NY 11245	NONE PUBLIC CHARITY	GENERAL APPEAL FOR POOR AND HELP AGENCIES SOLICIT FUNDS	20,000.
TUFTS HILLEL HOUSE 220 PACKARD AVE MEDFORD, MA 02155	NONE PUBLIC CHARITY	PROMOTE JEWISH CULTURE	18,000.

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
UJA FEDERATION OF NORTHERN NJ 111 KINDERKAMACK ROAD RIVER EDGE, NJ 07661	NONE	PUBLIC CHARITY	COMMUNITY SERVICES	18,000.
ALZHEIMERS ASSOCIATION 225 N. MICHIGAN AVE CHICAGO, IL 60601	NONE	PUBLIC CHARITY	ALZHEIMERS, CARE, SUPPORT AND RESEARCH	15,000.
AMERICAN FRIENDS OF HEBREW UNIVERSITY 7777 GLADES ROAD, SUITE 321 BOCA RATON, FL 33434	NONE	PUBLIC CHARITY	EDUCATIONAL	15,000.
DWIGHT-ENGLEWOOD SCHOOL 315 EAST PALISADE AVENUE ENGLEWOOD, NJ 07631-3146	NONE	PUBLIC CHARITY	EDUCATIONAL	15,000.
KAPLAN JCC ON THE PALISADES 411 EAST CLINTON AVE TENAFLY, NJ 07670	NONE	PUBLIC CHARITY	ORGANIZATION FOR JEWISH ACTIVITY AND IDENTIFICATION	15,000.
THE RASHI SCHOOL 15 WALNUT PARK NEWTON, MA 02458	NONE	PUBLIC CHARITY	EDUCATIONAL	15,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
JEWISH COMMUNITY CENTER OF GREATER BOSTON 333 NAHANTON ST NEWTON, MA 02459	NONE PUBLIC CHARITY	COMMUNITY SERVICES	11,000.
CARING FOR CARCINOID FOUNDATION 198 TREMONT ST BOSTON, MA 02116	NONE PUBLIC CHARITY	CARES FOR CARCINOID CANCER	10,000.
ENGLEWOOD HOSPITAL 350 ENGLE ST ENGLEWOOD, NJ 07631	NONE PUBLIC CHARITY	HOSPITAL	10,000.
JEWISH HOME AT ROCKLEIGH 10 LINK DRIVE ROCKLEIGH, NJ 07647	NONE PUBLIC CHARITY	RETIREMENT HOME	10,000.
RED CROSS 2025 E STREET NW WASHINGTON, DC 20006	NONE PUBLIC CHARITY	COMPASSIONATE CARE TO THOSE IN NEED	10,000.
SALVATION ARMY 120 W.14TH ST NEW YORK, NY 10011	NONE PUBLIC CHARITY	MEET HUMAN NEEDS	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
STUYVESANT HIGH SCHOOL ALUMNI ASSOCIATION 345 CHAMBERS ST NEW YORK, NY 10282	NONE PUBLIC CHARITY		ALUMNI ASSOCIATION	10,000.
THE DANA FARBER CANCER INSTITUTE 44 BINNEY ST BOSTON, MA 02115	NONE PUBLIC CHARITY		PROVIDE CARE FOR CANCER PATIENTS	10,000.
WARWICK VALLEY HUMANE SOCIETY P.O BOX 61 WARWICK, NY 10990	NONE PUBLIC CHARITY		ANIMAL SHELTER AND ANIMAL CONTROL	10,000.
GOOD SPORTS 150 MOUNT VERNON ST, #1 DORCHESTER, MA 02125	NONE PUBLIC CHARITY		DISTRIBUTES SPORTS EQUIPMENT, FOOTWEAR AND APPAREL TO COMMUNITY ORGANIZATION OFFERING PROGRAMS TO DISADVANTAGE YOUTH	7,500.
CONGREGATION MISHKAN TEFILA 300 HAMMOND POND PARKWAY CHESTNUT HILL, MA 02467	NONE PUBLIC CHARITY		RELIGIOUS	4,000.
BOSTON MEDICAL LIBRARY 10 SHATTUCK ST BOSTON, MA 02115	NONE PUBLIC CHARITY		ADVANCE QUALITY OF HEALTH AND HEALTHCARE OF PEOPLE	2,500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BOSTON UNIVERSITY HILLEL HOUSE 213 BAY STATE ROAD BOSTON, MA 02215	NONE	PUBLIC CHARITY	PROMOTE JEWISH CULTURE	2,500.
THE GOLD FOUNDATION 619 PALISADE AVE ENGLEWOOD, NJ 07632	NONE	PUBLIC CHARITY	PROMOTE HUMANISM IN MEDICINE BY WAY OF MEDICAL SCHOOL TRAINING	2,000.
COMBINED JEWISH PHILANTHROPIES 126 HIGH ST BOSTON, MA 02110	NONE	PUBLIC CHARITY	FUFILL NEEDS AND ASPIRATIONS OF BOSTON'S JEWISH COMMUNITY	1,500.
NEW ENGLAND CONNECTION FOR PKU AND ALLIED DISORDER P.O BOX 3235 WOBURN, MA 01888	NONE	PUBLIC CHARITY	SUPPORT AND PROVIDE SERVICES FOR PEOPLE WITH PKU AND ALLIED DISORDERS	1,000.
T OFF FOR AUTISM 572 HENRY ST BROOKLYN, NY 11231	NONE	PUBLIC CHARITY	TO FIND CAUSE AND CURE FOR AUTISM	790.
TOTAL CONTRIBUTIONS PAID				<u>4,884,544.</u>

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUEATTACHMENT 18

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
MISCELLANEOUS INCOME			01	2,757.	
TOTALS				<u>2,757.</u>	

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

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

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

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

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

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

Part I only ☐

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

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	THE SOL GOLDMAN CHARITABLE TRUST	13-3577310
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	640 FIFTH AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	NEW YORK, NY 10019	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720- (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► PERRY BEEK

Telephone No ► 212 265-2280 FAX No. ► _____

- 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 08/15, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☐ calendar year 20____ or
- ☒ tax year beginning 02/01, 2012, and ending 12/31, 2012.

- 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 \$	59,245.
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 \$	39,245.
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 \$	20,000.

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev 1-2013)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box. ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

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

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Enter filer's identifying number, see instructions Employer identification number (EIN) or
	THE SOL GOLDMAN CHARITABLE TRUST	13-3577310
	Number, street, and room or suite no. If a P O box, see instructions. 640 FIFTH AVENUE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK, NY 10019	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

- The books are in the care of ☒ PERRY BEEK
Telephone No. ☒ 212 265-2280 FAX No. ☐
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until 11/15, 20 13
- 5 For calendar year 20 12, or other tax year beginning 02/01, 20 12, and ending 12/31, 20 12
- 6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☒ Change in accounting period
- 7 State in detail why you need the extension ALL THE NECESSARY INFORMATION TO PREPARE A COMPLETE AND ACCURATE RETURN IS NOT AVAILABLE AT THIS TIME

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	59,245.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$	59,245.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	0

Signature and Verification must be completed for Part II only.

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

Signature ☒*Seth Thompson*Title ☒ Senior Tax Manager Date ☒ 7/23/2013

Form 8868 (Rev 1-2013)