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

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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation DIAMONDSTON FOUNDATION, INC.		A Employer identification number 13-4112479
Number and street (or P O box number if mail is not delivered to street address) 317 MADISON AVENUE	Room/suite 614	B Telephone number 212-697-2310
City or town, state, and ZIP code NEW YORK, NY 10017		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) \$ 2,416,170.	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 (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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		5,285.	5,285.		STATEMENT 2
4 Dividends and interest from securities		62,501.	62,501.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		10,019.			STATEMENT 1
b Gross sales price for all assets on line 6a 457,360.					
7 Capital gain net income (from Part IV, line 2)			18,067.		
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		7,242.	1,780.		STATEMENT 4
12 Total. Add lines 1 through 11		85,047.	87,633.		
13 Compensation of officers, directors, trustees, etc.		10,000.	2,500.		7,500.
14 Other employee salaries and wages					
15 Pension plans; employee benefits					
16a Legal fees STMT 5		1,489.	0.		1,489.
b Accounting fees STMT 6		3,500.	1,750.		1,750.
c Other professional fees					
17 Interest		15.	15.		0.
18 Taxes STMT 7		3,024.	549.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		4,673.	2,531.		2,142.
24 Total operating and administrative expenses. Add lines 13 through 23		22,701.	7,345.		12,881.
25 Contributions, gifts, grants paid		208,700.			208,700.
26 Total expenses and disbursements. Add lines 24 and 25		231,401.	7,345.		221,581.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<146,354.>			
b Net investment income (if negative, enter -0-)			80,288.		
c Adjusted net income (if negative, enter -0-)				N/A	

B

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	22,727.	54,822.	54,822.
	2 Savings and temporary cash investments	246,303.	41,560.	41,560.
	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			
	b Investments - corporate stock STMT 9	2,169,057.	2,200,590.	2,256,175.
	c Investments - corporate bonds STMT 10	71,496.	25,000.	25,699.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	0.	37,722.	37,914.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ DUE FROM BROKER)	386.	0.	0.
	16 Total assets (to be completed by all filers)	2,509,969.	2,359,694.	2,416,170.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	2,509,969.	2,359,694.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	2,509,969.	2,359,694.		
31 Total liabilities and net assets/fund balances	2,509,969.	2,359,694.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,509,969.
2 Enter amount from Part I, line 27a	2	<146,354.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,363,615.
5 Decreases not included in line 2 (itemize) ▶ INERGY SALE ADJUST	5	3,921.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,359,694.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENT			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 457,360.		439,293.	18,067.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			18,067.

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	18,067.
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	191,213.	2,540,898.	.075254
2010	209,804.	2,546,783.	.082380
2009	188,424.	2,313,290.	.081453
2008	234,938.	2,960,188.	.079366
2007	236,797.	3,502,512.	.067608

2 Total of line 1, column (d)	2	.386061
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	.077212
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,361,645.
5 Multiply line 4 by line 3	5	182,347.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	803.
7 Add lines 5 and 6	7	183,150.
8 Enter qualifying distributions from Part XII, line 4	8	221,581.

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)		1	803.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	803.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	803.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 2,000.	7	2,000.
b Exempt foreign organizations - tax withheld at source	6b	8	
c Tax paid with application for extension of time to file (Form 8868)	6c	9	
d Backup withholding erroneously withheld	6d	10	1,197.
7 Total credits and payments. Add lines 6a through 6d		11	0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input checked="" type="checkbox"/> 1,197. Refunded <input type="checkbox"/>			

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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for 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
1c 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 checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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?		
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 checked="" 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

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>BECKER ROSS, LLP</u> Telephone no. ► <u>212-697-2310</u> Located at ► <u>317 MADISON AVENUE, NEW YORK, NY</u> ZIP+4 ► <u>10017</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 ► 15 <u>N/A</u>			
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 ► <u>N/A</u>	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? If "Yes," list the years ► <u>N/A</u> 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.) <u>N/A</u> c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► <u>N/A</u>	2b	
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.) <u>N/A</u>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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?	4a	X
	4b	X

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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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		10,000.	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 X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,274,730.
b	Average of monthly cash balances	1b	122,879.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,397,609.
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	2,397,609.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	35,964.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,361,645.
6	Minimum investment return. Enter 5% of line 5	6	118,082.

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	118,082.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	803.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	803.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	117,279.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	117,279.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	117,279.

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	221,581.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	221,581.
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	803.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	220,778.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				117,279.
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	68,529.			
b From 2008	90,933.			
c From 2009	74,221.			
d From 2010	84,663.			
e From 2011	67,854.			
f Total of lines 3a through e	386,200.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$	221,581.			
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				117,279.
e Remaining amount distributed out of corpus	104,302.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	490,502.			
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	68,529.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	421,973.			
10 Analysis of line 9:				
a Excess from 2008	90,933.			
b Excess from 2009	74,221.			
c Excess from 2010	84,663.			
d Excess from 2011	67,854.			
e Excess from 2012	104,302.			

N/A

- b**
- Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- 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:

JESSE MARGOLIN, 212-697-2310

317 MADISON AVE. RM 614, NEW YORK, NY 10017

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

ANY WRITTEN APPLICATION

- c Any submission deadlines:**

NONE

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

NONE

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHED SCHEDULE	NONE		GENERAL	208,700.
Total			▶ 3a	208,700.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	5,285.		
4 Dividends and interest from securities			14	62,501.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income			14	7,242.		
8 Gain or (loss) from sales of assets other than inventory			18	10,019.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a BOARDWALK PIPELINE						
b PARTNERS						
c ENERGY, LP						
d ENERGY MIDSTREAM, LP						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		85,047.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	85,047.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

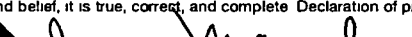
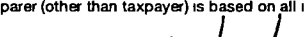
		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		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.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	 Signature of officer or trustee		1/23/13 Date		PRESIDENT Title	
Paid Preparer Use Only	Print/Type preparer's name PETER NUSSBAUM		Preparer's signature 		Date 1/9/13	Check <input type="checkbox"/> if self-employed
	Firm's name WEISERMAZARS LLP					PTIN P00294707
	Firm's address 60 CROSSWAYS PARK DRIVE WEST WOODBURY, NY 11797					Firm's EIN 13-1459550
					Phone no. 516.488.1200	

DIAMONDSTON FOUNDATION, INC.

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 ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
b	SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
c	TELEFONOS DE MEXICO	P	09/07/95	03/26/12
d	JUNIPER LITIGATION SETTLEMENT	P	VARIOUS	03/13/12
e	INERGY LP BASIS ADJUST	P	05/17/01	03/06/12
f	NUVEEN 1256 GAIN		VARIOUS	VARIOUS
g	CAPITAL GAINS DIVIDENDS			
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 94,168.		108,022.	<13,854.>
b 319,189.		322,555.	<3,366.>
c 32,215.		7,643.	24,572.
d 53.			53.
e 2,356.			2,356.
f 9,379.		1,073.	<1,073.>
g			9,379.
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<13,854.>
b			<3,366.>
c			24,572.
d			53.
e			2,356.
f			<1,073.>
g			9,379.
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	18,067.
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

DIAMONDSTON FOUNDATION INC
CAPITAL GAINS ATTACH
TAX YEAR 2012
FORM 990-PF

SHORT TERM

	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
INV M/CAP CORE EQUITY A INVESCO FUNDS	269 825	11/7/2011	9/28/2012	6,073 75	6,049 21	24 54
INV M/CAP CORE EQUITY A INVESCO FUNDS	85 573	1/9/2012	9/28/2012	1,926 25	1,918 46	7 79
WELLS FARGO ADVANTAGE GROWTH - A	171 359	11/7/2011	9/28/2012	7,000 00	6,369 81	630 19
CALL VENTAS INC DUE 02/18/12	5	12/6/2011	2/21/2012	-	(516 83)	516 83
CALL CATERPILLAR INC DUE 02/18/12	2	12/6/2011	2/21/2012	-	(451 53)	451 53
CATERPILLAR INC	200	5/17/2011	2/23/2012	21,224 16	20,725 84	498 32
VENTAS INC	500	3/4/2011	2/23/2012	27,537 92	26,815 63	722 29
INERGY LP	1,000 00	5/17/2011	3/9/2012	16,785 07	32,852 05	(16,066 98)
TORTOISE MLP FUND INC	15	3/1/2012	3/12/2012	388 00	406 64	(18 64)
CALL DEER & CO DUE 03/17/12	2	12/6/2011	3/19/2012	471 13		471 13
CALL VANGUARD REIT DUE 03/17/12	7	12/6/2011	3/19/2012		(870 40)	870 40
CALL UNITED PARCEL SERV DUE 04/21/12	4	12/6/2011	4/9/2012		(400 80)	400 80
CALL BLACKROCK INC 4/21/12	2	12/6/2011	4/23/2012	1290 36		1,290 36
CALL BLACKROCK INC 7/21/12	2	4/29/2012	4/27/2012	349 62	-	349 62
ISHARES INC MSCI BRAZIL INDEX FD	200	5/30/2013	5/22/2012	10365 43	15,123 51	(4,758 08)
CALL VORNADO REALTY TR 06/16/12	3	12/6/2011	6/18/2012	755 96		755 96
TOTAL SHORT TERM				94,167 65	108,021 59	(13,853 94)

LONG TERM

	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
TORTOISE MLP FUND INC	1,016 00	7/27/2010	3/12/2012	26280 2	25,392 64	887 56
VANGUARD REIT ETF	700	8/22/2008	3/21/2012	41866 22	40,786 52	1,079 70
UNTS FT SENIOR LOAN & LMTD	3,013 00	3/11/2010	3/21/2012	27670 34	29,836 64	(2,166 30)
UNTS FT TARGET DIVERSI	4,063 00	1/11/2011	4/3/2012	38637 17	39,801 31	(1,164 14)
TOOTSIE ROLL INDUST	0 41	8/13/2002	4/13/2012	9 14	11 07	(1 93)
UNITED PARCEL SERVICE INC CL B	400	2/14/2011	4/25/2012	31047 42	30,508 16	539 26
SAN JUAN BASIN ROYALTY TR	500	1/7/2009	5/22/2012	8183 84	15,345 82	(7,161 98)
UNTS FT TARGET FOCUS	2,250 00	5/2/2011	8/3/2012	18238 28	21,443 39	(3,205 11)
ISHARES FTSE CHINA 25 INDEX FD	500	4/27/2006	8/28/2012	16872 59	12,943 34	3,929 25
PUBLIC SERVICE ENTERPRISE	1,000 00	1/7/2009	8/30/2012	31498 77	31,884 43	(385 66)
UNTS FT PREF INCOME	3,860 00	8/23/2010	8/30/2012	28010 48	29,332 72	(1,322 24)
RIGHTS SANOFI CONTGNT VAL RT	500	4/5/2011	10/12/2012	875	1,167 50	(292 50)
DAVIS NEW YORK VENTURE FD CL C	1,454 49	12/21/2005	12/4/2012	50000	44,101 60	5,898 40
TOTAL LONG TERM				319,189 45	322,555 14	(3,365 69)

GRAND TOTAL

413,357 10	430,576 73	(17,219 63)
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DIAMONDSTON FOUNDATION INC
CHARITY ATTACHMENT
TAX YEAR 2012
FORM 990-PF

CHARITY	Amount
ACLU FOUNDATION	2,000 00
ALLIANCE FOR LUPUS RESEARCH	11,800 00
ALZHEIMER'S ASSOCIATION	1,000 00
AMERICAN JEWISH COMMITTEE	11,000 00
AMERICAN JEWISH WORLD SERVICE	3,000 00
ANSCHUTZ FOUNDATION	4,500 00
ANTI-DEFAMATION LEAGUE	500 00
ARTHRITIS FOUNDATION	1,000 00
ASHOKA INNOVATORS FOR THE PUBLIC	1,000 00
BREAKTHROUGH CAMBRIDGE	500 00
BREAKTHROUGH GREATER BOSTON	500 00
CENTER FOR CONSTITUTIONAL RIGHTS	1,000 00
CHILDREN'S CANCER FUND	500 00
CIT CENTER	1,500 00
CITY HARVEST	5,000 00
COMMUNITY FOOD BANK OF NJ	2,000 00
CONGREGATION B'NAI SOMERVILLE	5,000 00
CROBNS & COLITIS FOUNDATION	10,000 00
DOCTORS WITHOUT BORDERS	1,000 00
FINCA	2,000 00
FIVE TOWNS COMMUNITY CHEST	500 00
FUND FOR GLOBAL HUMAN RIGHTS	1,000 00
GENETIC COUNSELING FDTN	500 00
GREYSTON FOUNDATION	2,500 00
GROUNDWORK SOMERVILLE, INC	10,000 00
HAIRY CELL LEUKEMIA RESEARCH FDTN	40,000 00
HAND IN HAND	1,000 00
HEWLETT-WOODMERE PUBLIC LIBRARY	3,000 00
HUMAN RIGHTS FIRST	5,500 00
INNOCENCE PROJECT	1,000 00
INTERNATIONAL RESCUE COMMITTEE	1,000 00
JEWISH FAMILY SERVICE OF CENTRAL NJ	2,000 00
JEWISH TELEGRAPHIC AGENCY	500 00
LAURENCE STRAUSS LEUKEMIA FOUNDATION	2,000 00
LEUKEMIA LYMPHOMA SOCIETY	2,000 00
MANHATTAN THEATRE CLUB	3,000 00
MASON	3,000 00
METROPOLITAN MUSEUM OF ART	600 00
METROPOLITAN OPERA	1,000 00
MMRF LAUGH FOR LIFE	1,000 00
MOISHE HOUSE FOUNDATION	500 00
MOUNT SINAI HEART	2,500 00
NATIONAL CENTER FOR REFUGEE & IMMIGRANT CHILDREN	2,500 00
NATIONAL COUNCIL OF JEWISH WOMEN	1,000 00
NATURAL RESOURCES DEFENSE COUNCIL	2,000 00
NATURE CONSERVANCY	3,000 00
NESTLE INSTITUTE	1,000 00
NEW ISRAEL FUND	3,000 00
OPTOMETRIC CENTER OF NEW YORK	1,000 00
OVARIAN CANCER RESEARCH FDTN	500 00
PENINSULA COUNSELLING CENTER	500 00
PJI FOUNDATION	2,000 00
PROJECT EZRA	5,000 00
PROJECT HOPE	500 00
PROSPECT HILL ACADEMY CHARTER SCHOOL FDTN	1,500 00
PROTEUS FUND	500 00
PUBLIC THEATRE	3,300 00
ROBIN HOOD FOUNDATION	5,000 00
SCENARIOS, USA	1,000 00
SMILE TRAIN	1,000 00
SMITH COLLEGE	500 00
STARLIGHT CHILDREN FOUNDATION	500 00
TEMPLE BETH EL	5,500 00
UJA - FEDERATION OF NEW YORK	11,000 00
WNYC FDTN	2,000 00
WOODMERE CLUB CHARITABLE FDTN	1,000 00
YALE LAW SCHOOL FUND	5,000 00
	<u>208,700 00</u>

DIAMONDSTON FOUNDATION INC
SECURITIES ATTACH
TAX YEAR 2012
FORM 990-PF

SECURITY	SHARES	ENDING COST BASIS	FMV ENDING BALANCE
AMERICAN FUNDS CAPITAL WORLD GROWTH & INCOME FD	1,478 13	54,350 33	54,469 09
BERKSHIRE HATHAWAY INC NEW	500	28,116 00	44,850 00
BLACKROCK INC	200	41,133 10	41,342 00
BRISTOL MYERS SQUIBB CO	750	25,179 11	24,442 50
CALL BLACKROCK INC DUE 01/19/13	-2	(604 40)	(2,530 00)
CALL QUALCOMM INC DUE 1/19/13	-2	(281 03)	(19 00)
CALL VALERO ENERGY CORP 6/55/13	-5	(742 16)	(935 00)
CENTURYLINK INC	600	24,537 01	23,472 00
CINEDIGM DIGITAL CINEMA CORP	6,000 00	10,276 50	8,400 00
CISCO SYSTEMS INC	500	9,819 60	9,824 50
CITIGROUP INC	150	7,482 02	5,934 00
COHEN & STEERS INT'L REALTY FD CL C	7,045 49	68,500 90	78,839 01
COLUMBIA FUND OPP-A	6,854 06	56,451 08	59,561 77
DAVIS NEW YORK VENTURE FD CL C	2,829 90	86,263 08	94,858 31
DEERE AND CO	200	17,704 93	17,284 00
DIAMOND OFFSHORE DRILLING INC	200	17,195 11	13,592 00
DOUBLELINE COR FIX INC N FUND	4,180 36	46,125 39	47,363 47
DREYFUS INT'L BOND FD	7,512 56	114,227 60	126,812 02
DUFF & PHELPS GLB	2,746 00	54,511 33	46,325 02
EXXON MOBIL CORP	350	28,603 79	30,292 50
FIDELITY ADVISOR STRATEGIC INCOME	3,243 40	39,991 94	41,158 75
FIRST TR HIGH INCOME L/S FD	2,198 00	42,765 55	39,827 76
FIRST TRUST FTSE EPRA/NAREIT	1,000 00	16,906 00	39,370 00
FIRST TRUST MORNINGSTAR DIV	3,000 00	48,110 99	55,380 00
FUND II UTILITIES ALPHDEX FUND	1,000 00	34,784 15	17,980 00
GENL ELECTRIC CO	3,500 00	87,131 86	73,465 00
GOLDMAN SACHS LOCAL EMERGING	4,388 36	41,296 58	43,457 15
HARTFORD INFLATON PLUS FD CL C	10,739 00	118,948 42	128,331 08
HASBRO INC	600	27,532 90	21,540 00
HENDERSON GLOBAL INTL OPP FD CL C	3,049 31	82,001 24	61,809 49
INTEL CORP	1,000 00	26,639 12	20,620 00
INV M/CAP CORE EQUITY A INVESCO FUNDS	427 051	9,526 53	9,126 07
ISHARES INC MSCI CANADA INDEX FD	750	19,439 54	21,300 00
JOHN HANCOCK III DISC VALUE MID	646 275	8,027 36	8,343 41
JOHN HANCOCK SIGNATURE 08/15/14	20,000 00	20,864 80	20,374 40
JOHNSON & JOHNSON COM	500	30,190 75	35,050 00
JPMORGAN CHASE & CO	4,190 45	62,826 25	21,984 50
LEGG MASON BW GLOBAL INCOME	2,072 00	41,414 04	41,978 72
LOOMIS SAYLES STRATEGIC INCOME FD	4,385 92	65,791 37	68,244 94
MFS INT'L DIVERSIFIED - A	1,954 48	25,151 83	27,753 63
MICROSOFT CORP	500	13,732 26	13,354 50
NATIONWIDE INVESTOR DEST MODER AGG FUND CL C	9,861 93	100,006 00	93,885 60
PLUM CREEK TIMBER CO INC REIT	1,011 00	16,181 71	44,858 07
PPL CORP	1,000 00	25,379 29	28,630 00
PROCTER & GAMBLE CO	500	28,616 00	33,945 00
PROLOGIS INC	600	25,038 48	21,894 00
PROTECTIVE LIFE ADJ 09/10/14	25,000 00	25,631 00	25,165 25
QUALCOMM INC	200	11,952 96	12,371 80
ROYCE DIVIDEND VALUE SVC	2,504 32	16,935 31	18,406 72
SATURN GS 2004-04 6 0%	1,000 00	23,332 67	24,750 00
SIMON PPTY GROUP ENTERPRSE GROUP INC	7	545 81	1,106 63
SPDR S&P MIDCAP 400	200	20,858 00	37,142 00
TOOTSIE ROLL INDUST	666	17,987 47	17,262 72
UNTS FT SENIOR LOAN & LMTD	2,815 00	27,666 38	27,896 65
UNTS FT TGT DVD MULTI-STRAT	3,896 00	38,504 94	37,518 48
UNTS FT WATER UTILITY & INFR	2,612 00	24,978 65	26,981 96
UNTS FT WTR UTIL & INFRA	2,784 00	23,771 19	28,480 32
VALERO ENERGY CORP NEW	500	15,790 70	17,060 00
VANGUARD REIT ETF	50	2,913 32	3,290 00
VIRTUS MULTI-SETOR SHORT	27,314 72	129,896 71	136,573 62
VORNADO REALTY TRUST	300	26,750 33	24,024 00
WASH REAL EST INV TR SBI	1,200 00	18,949 07	31,380 00
WELLS FARGO ADVANTAGE GROWTH - A	725 842	26,981 23	28,924 80
		<u>2,200,589 99</u>	<u>2,256,175 21</u>

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
SEE ATTACHED SCHEDULE				PURCHASED	VARIOUS	VARIOUS
	94,168.	108,022.	0.	0.	<13,854.>	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
SEE ATTACHED SCHEDULE				PURCHASED	VARIOUS	VARIOUS
	319,189.	322,555.	0.	0.	<3,366.>	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
TELEFONOS DE MEXICO				PURCHASED	09/07/95	03/26/12
	32,215.	15,691.	0.	0.	16,524.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
JUNIPER LITIGATION SETTLEMENT	53.	0.	0.	0.	VARIOUS	03/13/12

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
INERGY LP BASIS ADJUST	2,356.	0.	0.	0.	05/17/01	03/06/12

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
NUVEEN 1256 GAIN	0.	1,073.	0.	0.	VARIOUS	VARIOUS

CAPITAL GAINS DIVIDENDS FROM PART IV

9,379.

TOTAL TO FORM 990-PF, PART I, LINE 6A

10,019.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
BOARDWALK PIPELINE PARTNERS	1.
UBS	5,284.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	5,285.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	3
-------------	--	-----------	---

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AMERIPRISE FINANCIAL	2,616.	0.	2,616.
INERGY LP	3.	0.	3.
NUVEEN LONG/SHORT COMMODITY	6.	0.	6.
UBS	69,255.	9,379.	59,876.
TOTAL TO FM 990-PF, PART I, LN 4	71,880.	9,379.	62,501.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ROYALTY INCOME	222.	222.	
NON DIVIDEND DISTRIBUTION	6,068.	0.	
INERGY LP ORDINARY INCOME	1,562.	1,562.	
BOARDWALK LP NONDEDUCT	<3.>	<3.>	
BOARDWALK LP OTHER DEDUCT	<1.>	<1.>	
BOARDWALK LP ORDINARY INCOME	<526.>	0.	
NUVEEN LONG SHORT COMMODITY OTHER DEDUCT	<80.>	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	7,242.	1,780.	

FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BECKER ROSS, LLP	1,489.	0.		1,489.
TO FM 990-PF, PG 1, LN 16A	1,489.	0.		1,489.

FORM 990-PF	ACCOUNTING FEES		STATEMENT	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WEISERMAZARS LLP	3,500.	1,750.		1,750.
TO FORM 990-PF, PG 1, LN 16B	3,500.	1,750.		1,750.

FORM 990-PF	TAXES		STATEMENT	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX ON INVESTMENT INCOME	2,475.	0.		0.
FOREIGN TAX PAID	549.	549.		0.
TO FORM 990-PF, PG 1, LN 18	3,024.	549.		0.

FORM 990-PF	OTHER EXPENSES		STATEMENT	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	2,531.	2,531.		0.
FILING FEES	250.	0.		250.
MISCELLANEOUS	245.	0.		245.
BANK CHARGES	147.	0.		147.
MEETINGS	1,500.	0.		1,500.
TO FORM 990-PF, PG 1, LN 23	4,673.	2,531.		2,142.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE SCHEDULE ATTACHED	2,200,590.	2,256,175.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,200,590.	2,256,175.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE SCHEDULE ATTACHED	25,000.	25,699.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	25,000.	25,699.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BOARDWALK PIPELINE LP	COST	9,055.	12,450.
NUVEEN LONG/SHORT COMMODITY	COST	28,667.	25,464.
TOTAL TO FORM 990-PF, PART II, LINE 13		37,722.	37,914.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JESSE MARGOLIN 317 MADISON AVE - SUITE 614 NEW YORK, NY 10017	PRES/TREAS 10.00	10,000.	0.	0.
BARBARA MARGOLIN 317 MADISON AVE - SUITE 614 NEW YORK, NY 10017	SECRETARY 0.25	0.	0.	0.
MICHAEL MARGOLIN 317 MADISON AVE - SUITE 614 NEW YORK, NY 10017	VICE PRESIDENT 0.25	0.	0.	0.
DAVID MARGOLIN 317 MADISON AVE - SUITE 614 NEW YORK, NY 10017	VICE PRESIDENT 0.25	0.	0.	0.
SUSAN SMITH 317 MADISON AVE - SUITE 614 NEW YORK, NY 10017	VICE PRESIDENT 0.25	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		10,000.	0.	0.

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 ☒
- 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 File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. DIAMONDSTON FOUNDATION, INC.	Employer identification number (EIN) or 13-4112479
	Number, street, and room or suite no. If a P.O. box, see instructions. 317 MADISON AVENUE, NO. 614	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10017	

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

BECKER ROSS, LLP

- The books are in the care of ► **317 MADISON AVENUE - NEW YORK, NY 10017**
Telephone No ► **212-697-2310** FAX No. ► **212-490-0720**

- 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.	3a	\$ 900.
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	\$ 2,000.
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	\$ 0.

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.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see instructions.**

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