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

2012

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

Open to Public Inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation

THE HAZEL DELL FOUNDATION, INC.

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

43 ABE VOORHEES DRIVE - PO BOX 135

Room/suite

City or town, state, and ZIP code

MANASQUAN

NJ 08736

G Check all that apply

Initial return
Final return
Address change

Initial return of a former public charity
Amended return
Name change

H Check type of organization

Section 501(c)(3) exempt private foundation

Section 4947(a)(1) nonexempt charitable trust

Other taxable private foundation

I Fair market value of all assets at
end of year (from Part II, col. (c),
line 16) ► \$ 1,782,400

J Accounting method

Cash

Accrual

Other (specify)

A Employer identification number

13-6161744

B Telephone number (see instructions)

732-280-2723

C If exemption application is pending, check here ► D 1 Foreign organizations, check here ► 2 Foreign organizations meeting the
85% test, check here and attach computationE If private foundation status was terminated under
section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ► Part I Analysis of Revenue and Expenses (The total of
amounts in columns (b), (c), and (d) may not necessarily equal
the amounts in column (a) (see instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
SREVIEWED JAN 16 2014	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	16	16	16	
	4 Dividends and interest from securities	49,875	49,875	49,875	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	9,539			
	b Gross sales price for all assets on line 6a	312,623			
	7 Capital gain net income (from Part IV, line 2)		9,539		
	8 Net short-term capital gain			4,688	
	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)					
12 Total. Add lines 1 through 11	59,430	59,430	54,579		
13 Compensation of officers, directors, trustees, etc.	24,215			24,215	
14 Other employee salaries and wages					
15 Pension plans, employee-benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)	2,000			2,000	
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions)	2,125	2,125			
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications	1,880			1,880	
23 Other expenses (attach schedule)	18,663			18,663	
24 Total operating and administrative expenses.					
Add lines 13 through 23	48,883	2,125	0	46,758	
25 Contributions, gifts, grants paid	33,300			33,300	
26 Total expenses and disbursements. Add lines 24 and 25	82,183	2,125	0	80,058	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-22,753				
b Net investment income (if negative, enter -0-)		57,305			
c Adjusted net income (if negative, enter -0-)			54,579		

For Paperwork Reduction Act Notice, see instructions.

914-16

3

Assets	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	(b) Book Value	(c) Fair Market Value	
	1 Cash – non-interest-bearing		1,385	5,089	5,089			
	2 Savings and temporary cash investments		139,540	48,223	48,223			
	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 (att. schedule) ►							
	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 (attach schedule)							
	b Investments – corporate stock (attach schedule)							
	c Investments – corporate bonds (attach schedule)							
	11 Investments – land, buildings, and equipment basis ►							
	Less accumulated depreciation (attach sch) ►							
	12 Investments – mortgage loans							
	13 Investments – other (attach schedule)							
	14 Land, buildings, and equipment basis ►							
	Less accumulated depreciation (attach sch) ►							
	15 Other assets (describe ►							
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)							
			1,637,850	1,649,246	1,782,400			
	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 ►							
	23 Total liabilities (add lines 17 through 22)			0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			► <input type="checkbox"/>				
	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							
	29 Retained earnings, accumulated income, endowment, or other funds							
	30 Total net assets or fund balances (see instructions)			1,637,850	1,649,246			
	31 Total liabilities and net assets/fund balances (see instructions)			1,637,850	1,649,246			
			1,637,850	1,649,246				

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,637,850
2 Enter amount from Part I, line 27a	2	-22,753
3 Other increases not included in line 2 (itemize) ► See Statement 5	3	34,149
4 Add lines 1, 2, and 3	4	1,649,246
5 Decreases not included in line 2 (itemize) ►	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,649,246

Form 990-PF (2012)

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 brck 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 Worksheet					
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) FMV 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					
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	9,539	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	4,688	

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	59,119	1,647,699	0.035880
2010			
2009			
2008			
2007			

2 Total of line 1, column (d)

2 0.035880

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 0.035880

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5

4 1,702,879

5 Multiply line 4 by line 3

5 61,099

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 573

7 Add lines 5 and 6

7 61,672

8 Enter qualifying distributions from Part XII, line 4

8 80,058

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1
Date of ruling or determination letter (attach copy of letter if necessary—see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

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

b Exempt foreign organizations – tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax Check here 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 ►

1	573
2	0
3	573
4	0
5	573
6a	531
6b	
6c	
6d	
7	531
8	1
9	43
10	
11	

Refunded ►

Part VII-A Statements Regarding Activities

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?

1b 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

1c Did the foundation file Form 1120-POL for this year?

1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

1e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

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

4b 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.

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

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

8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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

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 ► **N/A** 13 X

14 The books are in care of ► **WILLIAM SULLIVAN** Telephone no ► **732-280-2723**
43 ABE VOORHEES DRIVE - PO BOX 135

Located at ► **MANASQUAN****NJ**ZIP+4 ► **08736**

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 X

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 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.

1a During the year did the foundation (either directly or indirectly)

- (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No
- (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No
- (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No
- (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No
- (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No
- (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) Yes No

b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► **1b** X

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? **N/A** **1c**

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? Yes No
If "Yes," list the years ► **20 11 , 20 , 20 , 20** **2b** X

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) **2b** X

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► **20 , 20 , 20 , 20** **2b** X

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No

b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) **3b** X

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? **4a** X

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? **4b** X

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

5a	During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	<input type="checkbox"/>	5b
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53 4945–5(d)	N/A	<input type="checkbox"/> Yes <input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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 (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
WILLIAM J SULLIVAN 43 ABE VOORHEES DRIVE - PO BOX 135	MANASQUAN NJ 08736	PRES & TREAS 40.00	24,215	0 0
APRIL ELY 43 ABE VOORHEES DRIVE - PO BOX 135	MANASQUAN NJ 08736	SECRETARY 20.00	0	0 0
PETER G. DUNLOP III 43 ABE VOORHEES DRIVE - PO BOX 135	MANASQUAN NJ 08736	VP / DIRECTOR 1.00	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

 0

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

3 Five highest-paid independent contractors for professional services (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.

Expenses

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

Amount

1 **N/A**

2

All other program-related investments. See instructions

3

Total. Add lines 1 through 3


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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	1,708,811
b	Average of monthly cash balances	1b	20,000
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	1,728,811
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	1,728,811
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	25,932
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,702,879
6	Minimum investment return. Enter 5% of line 5	6	85,144

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	85,144
2a	Tax on investment income for 2012 from Part VI, line 5	2a	573
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	573
3	Distributable amount before adjustments Subtract line 2c from line 1	3	84,571
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	84,571
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	84,571

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	80,058
a	Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1b	
b	Program-related investments – total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	80,058
b	Cash distribution test (attach the required schedule)	5	573
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	79,485
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)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				84,571
2 Undistributed income, if any, as of the end of 2012			81,402	
a Enter amount for 2011 only				
b Total for prior years 20_____, 20_____, 20_____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 80,058			80,058	
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2012 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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			1,344	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				84,571
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				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling				
b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
b	85% of line 2a				
c	Qualifying distributions from Part XII, line 4 for each year listed				
d	Amounts included in line 2c not used directly for active conduct of exempt activities				
e	Qualifying distributions made directly for active conduct of exempt activities				
	Subtract line 2d from line 2c				
3	Complete 3a, b, or c for the alternative test relied upon				
a	"Assets" alternative test – enter				
	(1) Value of all assets				
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b	"Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
c	"Support" alternative test – enter				
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
	(3) Largest amount of support from an exempt organization				
	(4) Gross investment income				
	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	

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))

N/A

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

N/A

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
LISA OAKES, VP [CSC ENTITY SVCS] 302-656-1950
103 FOULK ROAD WILMINGTON DE 19803

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

N/A

c Any submission deadlines

N/A

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

N/A

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 Statement 6				33,300
Total			► 3a	33,300
b Approved for future payment N/A				
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		
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	16
4 Dividends and interest from securities				14	49,875
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	4,691
9 Net income or (loss) from special events					4,848
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)			0	54,582	4,848
13 Total. Add line 12, columns (b), (d), and (e)				13	59,430

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

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

and ending

Name

Employer Identification Number

THE HAZEL DELL FOUNDATION, INC.

13-6161744

(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)
(1) T ROWE PRICE BLUE CHIP FUND		P	01/03/12	01/26/12
(2) DREYFUS - BOSTON FUND		P	12/20/11	01/26/12
(3) T ROWE PRICE BLUE CHIP FUND		P	12/15/11	01/20/12
(4) KRAFT FOODS GROUP		P	06/20/11	10/01/12
(5) DREYFUS - BOSTON FUND		P	06/01/11	01/20/12
(6) T ROWE PRICE BLUE CHIP FUND		P	06/02/11	01/26/12
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

(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)
(1) 90		84	6
(2) 331		296	35
(3) 216		197	19
(4) 15		12	3
(5) 76,527		74,704	1,823
(6) 230,596		227,791	2,805
(7) 4,848			4,848
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

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))
(1)			6
(2)			35
(3)			19
(4)			3
(5)			1,823
(6)			2,805
(7)			4,848
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Federal Statements

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Accounting Fees	\$ 2,000	\$ 2,000	\$ 0	\$ 2,000
Total	\$ 2,000	\$ 0	\$ 0	\$ 2,000

Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXCISE TAXES	\$ 531	\$ 531	\$ 0	\$ 0
FOREIGN TAXES	\$ 1,594	\$ 1,594	\$ 0	\$ 0
Total	\$ 2,125	\$ 2,125	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses	\$ 0	\$ 0	\$ 0	\$ 0
INVESTMENT ADVISOR FEES	\$ 7,112	\$ 7,112	\$ 0	\$ 7,112
REIMBURSEMENT FOR TRUSTEE EXP	\$ 9,901	\$ 9,901	\$ 0	\$ 9,901
FOUNDATION ADMINISTRATION	\$ 1,440	\$ 1,440	\$ 0	\$ 1,440
BANK CHARGES	\$ 210	\$ 210	\$ 0	\$ 210
Total	\$ 18,663	\$ 18,663	\$ 0	\$ 18,663

Federal Statements

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	\$	10,451	10,451	Cost	Fair Market Value	
						End of Year	Basis of Valuation
ABBOTT LABS	\$ 10,451		10,451	16,516	Cost	\$ 13,100	
ANNALY CAPITAL MANAGEMENT				151,199	Cost	14,040	
ARTIO TOTAL RETURN	144,384			13,722	Cost	165,292	
ASTRAZENECA PLC				48,390	Cost	14,181	
BANK OF AMERICA	12,348			12,521	Cost	69,660	
BAKER	12,521			10,338	Cost	14,388	
BRISTOL MYERS SQUIBB	13,352			13,352	Cost	9,777	
CLOROX CO	15,759			15,759	Cost	14,644	
DEERE & CO	75,000				Cost	17,284	
DREYFUS / THE BOSTON FUND				15,782	Cost	13,494	
DUPONT E I DE NEMOURS				18,511	Cost	18,485	
EL PASO PIPELINE PARTNERS LP	18,511			17,200	Cost	16,200	
EXPRESS SCRIPTS HOLDING CO				25,753	Cost	24,812	
FEDERATED EQUITY INCOME FUND				81,044	Cost	89,941	
FEDERATED STRAT VALUE DIV FUND	77,539			15,387	Cost	15,321	
FIRST TR NASDAQ ABA ET COMM BANK				10,410	Cost	10,340	
FORWARD INTL REAL ESTATE FUND				26,243	Cost	27,194	
FRANKLIN INCOME FUND				77,893	Cost	81,309	
FRANKLIN UTILITIES FUND	75,015			71,204	Cost	84,623	
GENERAL ELECTRIC	50,473			182,210	Cost	211,438	
HARBOR INTERNATIONAL	178,019			51,905	Cost	51,520	
INCOME FUND OF AMERICA	50,010			63,724	Cost	69,459	
ING REAL ESTATE	62,210			36,736	Cost	35,381	
INVEVESCO BALANCED RISK				26,783	Cost	25,849	
INVEVESCO SELECT COMPANIES FUND	25,005			15,470	Cost	19,500	
IRELAND BANK				10,500	Cost	12,215	
ISHARES DOW JONES INDEX FUND				24,924	Cost	22,376	
ISHARES MSCI BRAZIL INDEX FUND				24,877	Cost	29,640	
ISHARES MSCI GERMANY INDEX FUND				36,001	Cost	38,460	
JP MORGAN CHASE MLP INDEX FUND				13,453	Cost	16,886	
KIMBERLY-CLARK CORP				14,220	Cost	6,047	
KRAFT FOODS INC					Cost	6,957	
LEXMARK INTL					Cost	10,181	
MONDELEZ INTL					Cost	26,068	
NESTLE	25,670				Cost	12,526	
NEW YORK COMMUNITY BANCORP					Cost	13,100	
PFIZER INCORPORATED					Cost	5,016	
PIMCO COMMODITY REAL RETURN	25,005				Cost	18,022	
PIMCO HIGH YIELD	64,650				Cost	90,168	

Federal Statements

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
PROCTER AND GAMBLE	\$ 12,982	\$ 12,982	Cost	\$ 13,578
PRUDENTIAL JENNISON EQUITY INCOME	50,010	51,902	Cost	51,655
SECTOR SPDR TECHNOLOGY		15,112	Cost	14,425
SIEMENS	32,699	54,246	Cost	54,735
SPDR S&P REGIONAL BANKING	11,074	11,074	Cost	13,985
SSGA EMERGING MARKETS	102,191	104,278	Cost	108,217
T ROWE PRICE BLUE CHIP FUND	228,072		Cost	
T ROWE PRICE CAPITAL APPR FUND		26,627	Cost	26,743
T ROWE PRICE HEALTH SCIENCES FD		21,039	Cost	23,382
Total	\$ 1,496,925	\$ 1,595,934		\$ 1,729,088

Statement 5 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
BALANCE ADJUSTMENT CHECKS CROSSING YEARS	\$ 34,149
Total	\$ <u>34,149</u>

Federal Statements

Statement 6 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name	Address	Relationship	Address	Status	Purpose	Amount
AVON-BY-THE-SEA POLICE DEPARTMENT	AVON NJ 07717	301 MAIN ST				300
BELMAR POLICE DEPARTMENT	BELMAR NJ 07719	601 MAIN ST				500
BRADLEY BEACH POLICE DEPARTMENT	BRADLEY BEACH NJ 07720	701 MAIN ST				300
BRIELLE POLICE DEPARTMENT	BRIELLE NJ 08731	601 UNION LANE				800
CENTRAL STATE MEDICAL CENTER	CENTRAL STATE MEDICAL CENTER	901 WEST MAIN ST				5,000
FREEHOLD NJ 07728						
HOSPITAL FOR SPECIAL SURGERY	NEW YORK NY 10021	535 EAST 70TH ST				5,000
LAKE COMO POLICE DEPARTMENT	LAKE COMO NJ 07719	1730 MAIN ST				300
LT. JOHN MARTINSON MEMORIAL FUND	LT. JOHN MARTINSON MEMORIAL FUND	128 TALLMAN ST				3,000
MANASQUAN POLICE DEPARTMENT	MANASQUAN NJ 08736	15 TAYLOR AVE				1,000
MANASQUAN POLICE DEPARTMENT	MANASQUAN NJ 08736	7 MAIN ST				3,000
NEW ENGLAND COLLEGE	NEW ENGLAND COLLEGE	PO BOX 333				500
HENNIKER NH 03242						
OPERATION BEACHHEAD INC	OPERATION BEACHHEAD INC	PO BOX 527				1,000
MANASQUAN NJ 08736						
ORIGINAL LEISURE VILLAGE FOUNDATION	ORIGINAL LEISURE VILLAGE FOUNDATION	BUCKINGHAM AVE				3,000
LAKewood NJ 08701						
SALVATION ARMY	ASBURY PARK NJ 07712	319 BALTIMORE BLVD				300
SEA GIRL POLICE DEPARTMENT	SEA GIRL NJ 08750	311 WASHINGTON AVE				1,000
SPRING LAKE POLICE DEPARTMENT	SPRING LAKE NJ 07762	555 BRIGHTON AVE				3,000
SPRING LAKE HEIGHTS POLICE DEPT	SPRING LAKE HEIGHTS NJ 07	70 NORTH AVE				
STAPLES HIGH SCHOOL RUGBY CLUB	STAPLES HIGH SCHOOL RUGBY CLUB	617 UNION LANE - BLDG 3				1,000
WESTPORT CT 06880		2131 PAN AMERICAN PLAZA				2,000
A TIME FOR ME		SAN DIEGO CA 92101				
BRIELLE NJ 08730						
US RUGBY FOOTBALL FOUNDATION						

13-6161744

Federal Statements

Statement 6 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
VISITING NURSES ASSOC OF NJ RED BANK NJ 07701	176 RIVERSIDE AVE				2,000
Total					33,300