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Form **990-PF**Department of the Treasury
Internal Revenue Service**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.

OMB No. 1545-0052

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation JACOB L. AND LILLIAN HOLTZMANN FDN.		A Employer identification number 13-6174349
Number and street (or P.O. box number if mail is not delivered to street address) 115 EAST 57TH ST. 11TH FL. SUITE 1009	Room/suite	B Telephone number 646-486-9755
City or town, state, and ZIP code NEW YORK, NY 10022		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) ➤ \$ 14,010,807. (Part I, column (d) must be on cash basis)	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)
Revenue	1 Contributions, gifts, grants, etc., received	200,000.		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				
	4 Dividends and interest from securities	390,429.	390,429.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	675,933.			
	b Gross sales price for all assets on line 6a	1,874,421.			
	7 Capital gain net income (from Part IV, line 2)		675,933.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	1,266,362.	1,066,362.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 2	21,000.	10,500.	10,500.
	c Other professional fees	STMT 3	49,388.	31,388.	18,000.
	17 Interest				
	18 Taxes	STMT 4	37,207.	0.	750.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 5	29.	0.	29.
	24 Total operating and administrative expenses. Add lines 13 through 23		107,624.	41,888.	29,279.
25 Contributions, gifts, grants paid		2,084,262.		2,084,262.	
26 Total expenses and disbursements. Add lines 24 and 25		2,191,886.	41,888.	2,113,541.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<925,524.>			
b Net investment income (if negative, enter -0-)		1,024,474.			
c Adjusted net income (if negative, enter -0-)			N/A		

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12-05-12

LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing		4.	4.
	2 Savings and temporary cash investments	977,152.	703,867.	703,867.
	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 6	12,177,164.	13,306,936.	13,306,936.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	13,154,316.	14,010,807.	14,010,807.
	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 type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	13,154,316.	14,010,807.		
30 Total net assets or fund balances	13,154,316.	14,010,807.		
31 Total liabilities and net assets/fund balances	13,154,316.	14,010,807.		

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	13,154,316.
2 Enter amount from Part I, line 27a	2	<925,524.>
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON INVESTMENTS	3	1,782,015.
4 Add lines 1, 2, and 3	4	14,010,807.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,010,807.

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 STATEMENTS				
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 1,874,421.		1,198,488.	675,933.

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			675,933.

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	675,933.
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	2,203,979.	14,117,425.	.156118
2010	3,192,169.	15,478,859.	.206228
2009	988,819.	14,328,328.	.069011
2008	1,297,790.	17,314,131.	.074956
2007	1,423,189.	21,831,846.	.065189

2 Total of line 1, column (d)	2	.571502
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	.114300
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	13,299,648.
5 Multiply line 4 by line 3	5	1,520,150.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,245.
7 Add lines 5 and 6	7	1,530,395.
8 Enter qualifying distributions from Part XII, line 4	8	2,113,541.

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	10,245.
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	10,245.
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	10,245.
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 4,174.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 12,226.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	16,400.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	6,155.
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax	6,155. Refunded	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>NY</u>		
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>HOWARD M. HOLTZMANN, ESQ.</u> Telephone no. ► <u>646-486-9755</u> Located at ► <u>115 EAST 57TH ST. 11TH FL. SUITE 1009, NEW YORK, NY</u> ZIP+4 ► <u>10022</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	N/A	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	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
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 ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

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

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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
SUSAN H. RICHARDSON	TRUSTEE			
C/O HOWARD HOLTZMANN ESQ, 115 57TH ST	0.50	0.	0.	0.
NEW YORK, NY 10022				
HOWARD M HOLTZMANN ESQ	TRUSTEE			
C/O HOWARD HOLTZMANN ESQ, 115 57TH ST	1.00	0.	0.	0.
NEW YORK, NY 10022				

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

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Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	13,150,090.
b	Average of monthly cash balances	1b	352,091.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	13,502,181.
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	13,502,181.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	202,533.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,299,648.
6	Minimum investment return. Enter 5% of line 5	6	664,982.

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	664,982.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	10,245.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	10,245.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	654,737.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	654,737.
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	654,737.

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	2,113,541.
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	2,113,541.
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	10,245.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	2,103,296.

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				654,737.
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	365,969.			
b From 2008	468,585.			
c From 2009	303,283.			
d From 2010	2,432,395.			
e From 2011	1,530,874.			
f Total of lines 3a through e	5,101,106.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 2,113,541.				
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				654,737.
e Remaining amount distributed out of corpus	1,458,804.			
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	6,559,910.			
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	365,969.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	6,193,941.			
10 Analysis of line 9:				
a Excess from 2008	468,585.			
b Excess from 2009	303,283.			
c Excess from 2010	2,432,395.			
d Excess from 2011	1,530,874.			
e Excess from 2012	1,458,804.			

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ADOLESCENT COUNSELING SERVICES 4000 MIDDLEFIELD RD., RMPH PALO ALTO, CA 94303	NONE	501(C)(3)	GENERAL CONTRIBUTION	1,000.
AJHS 15 WEST 16TH STREET NEW YORK, NY 10011	NONE	501(C)(3)	GENERAL CONTRIBUTION	500.
ALZHEIMER'S DISEASE & RELATED DISORDERS ASSOC., INC. 919 N. MICHIGAN AVE., SUITE 1100 CHICAGO, IL 60611-1676	NONE	501(C)(3)	GENERAL CONTRIBUTION	500.
AMERICAN HEART ASSOCIATION PO BOX 78851 PHOENIX, AZ 85062-8851	NONE	501(C)(3)	GENERAL CONTRIBUTION	1,000.
ANNE FRANK CENTER 44 PARK PLACE NEW YORK, NY 10007	NONE	501(C)(3)	GENERAL CONTRIBUTION	500.
Total	SEE CONTINUATION SHEET(S)			3a 2,084,262.
b Approved for future payment				
NONE				
Total				3b 0.

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 12130. COMCAST CORP-CL A	P	10/27/00	01/20/12
b 250. IMPERIAL SUGAR CO	P	08/18/99	06/14/12
c 12. SEABOARD CORP MASS	P	09/08/94	06/18/12
d 20. SEABOARD CORP MASS	P	09/08/94	06/18/12
e 20. SEABOARD CORP MASS	P	09/08/94	06/18/12
f 50. SEABOARD CORP MASS	P	02/24/95	06/18/12
g 50. SEABOARD CORP MASS	P	02/24/95	06/18/12
h 50. SEABOARD CORP MASS	P	02/24/95	06/18/12
i 50. SEABOARD CORP MASS	P	02/24/95	06/18/12
j 50. SEABOARD CORP MASS	P	02/24/95	06/18/12
k 50. SEABOARD CORP MASS	P	02/24/95	06/18/12
l 1897. OAT&OT INC 0000000000000000	P	08/24/00	07/16/12
m 2000. AT & T INC	P	10/27/00	07/16/12
n 5000. FLUSHING FINL CORP	P	03/14/96	07/16/12
o 5000. FLUSHING FINL CORP	P	03/15/96	07/16/12

(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 310,756.		330,489.	<19,733.>
b 1,586.		280,308.	<278,722.>
c 24,862.		2,184.	22,678.
d 41,419.		3,641.	37,778.
e 41,406.		3,641.	37,765.
f 103,448.		8,651.	94,797.
g 103,348.		8,651.	94,697.
h 103,248.		8,651.	94,597.
i 103,148.		8,651.	94,497.
j 103,148.		8,651.	94,497.
k 103,134.		8,651.	94,483.
l 66,725.		87,576.	<20,851.>
m 70,325.		109,886.	<39,561.>
n 67,960.		22,611.	45,349.
o 68,027.		22,611.	45,416.

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			<19,733.>
b			<278,722.>
c			22,678.
d			37,778.
e			37,765.
f			94,797.
g			94,697.
h			94,597.
i			94,497.
j			94,497.
k			94,483.
l			<20,851.>
m			<39,561.>
n			45,349.
o			45,416.

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

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

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	5000. FLUSHING FINL CORP	P	03/15/96	07/16/12
b	5000. FLUSHING FINL CORP	P	03/15/96	07/16/12
c	25.0SEABOARD0CORP0MASS00000	P	12/23/99	07/16/12
d	25. SEABOARD CORP MASS	P	12/23/99	07/16/12
e	5000. MERCK & CO INC	P	04/21/05	11/06/12
f	2000. MERCK & CO INC	P	10/19/05	12/03/12
g	.95 LANDMARK BANCORP INC	P	06/15/94	12/17/12
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 68,193.		22,611.	45,582.
b 67,652.		22,611.	45,041.
c 55,152.		5,304.	49,848.
d 55,149.		5,304.	49,845.
e 227,514.		173,297.	54,217.
f 88,201.		54,501.	33,700.
g 20.		7.	13.
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			45,582.
b			45,041.
c			49,848.
d			49,845.
e			54,217.
f			33,700.
g			13.
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

675,933.

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 XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AXIS DANCE COMPANY 1428 ALICE STREET, SUITE 200 OAKLAND, CA 94612	NONE	501(C)(3)	GENERAL CONTRIBUTION	1,500.
BALANCED HEART HEALING CENTER 3145 SCENIC DRIVE MARS, PA 16046	NONE	501(C)(3)	GENERAL CONTRIBUTION	500.
BOOKER T. WASHINGTON LEARNING CENTER 325 EAST 101ST STREET NEW YORK, NY 10029	NONE	501(C)(3)	GENERAL CONTRIBUTION	750.
BREAST CANCER CONNECTIONS 390 CAMBRIDGE AVE PALO ALTO, CA 94306	NONE	501(C)(3)	GENERAL CONTRIBUTION	1,000.
CENTRAL PARK CONSERVANCY 14 EAST 60TH STREET NEW YORK, NY 10022	NONE	501(C)(3)	GENERAL CONTRIBUTION	7,500.
CITY HARVEST 575 EIGHTH AVENUE, 4TH FLOOR NEW YORK, NY 10018	NONE	501(C)(3)	GENERAL CONTRIBUTION	500.
CLEO EULAU CENTER 2483 OLD MIDDLEFIELD WAY, SUITE 208 MOUNTAIN VIEW, CA 94043	NONE	501(C)(3)	GENERAL CONTRIBUTION	500.
COMMUNITY ACCESS 666 BROADWAY, 3RD FLOOR NEW YORK, NY 10012	NONE	501(C)(3)	GENERAL CONTRIBUTION	2,500.
COMMUNITY FOUNDATION 8720 GEORGIA AVENUE SUITE 202 SILVER SPRING, MD 20910	NONE	501(C)(3)	GENERAL CONTRIBUTION	500.
CONGREGATION BETH AM 26790 ARASTRADERO ROAD LOS ALTOS HILLS, CA 94022	NONE	501(C)(3)	GENERAL CONTRIBUTION	5,000.
Total from continuation sheets				2,080,762.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DOCTORS WITHOUT BORDERS 333 SEVENTH AVENUE, 2ND FLOOR NEW YORK, NY 10001	NONE	501(C)(3)	GENERAL CONTRIBUTION	2,000.
EL PUENTE 211 SOUTH 4TH STREET BROOKLYN, NY 11211	NONE	501(C)(3)	GENERAL CONTRIBUTION	1,000.
ELLINGTON FUND 3500 R STREET NW SUITE 100 WASHINGTON, DC 20007	NONE	501(C)(3)	GENERAL CONTRIBUTION	2,000.
ENVIRONMENTAL LAW INSTITUTE 2000 L STREET, N.W., SUITE 620 WASHINGTON, DC 20036	NONE	501(C)(3)	GENERAL CONTRIBUTION	135,000.
EUGENE O'NEILL THEATER 305 GREAT NECK ROAD WATERFORD, CT 06385	NONE	501(C)(3)	GENERAL CONTRIBUTION	5,000.
FACING HISTORY AND OURSELVES 16 HURD ROAD BROOKLINE, MA 02445	NONE	501(C)(3)	GENERAL CONTRIBUTION	110,000.
FHDA FOUNDATION 12345 EL MONTE ROAD LOS ALTOS HILLS, CA 94022-4599	NONE	501(C)(3)	GENERAL CONTRIBUTION	5,000.
FORTUNOFF VIDEO ARCHIVE YALE UNIVERSITY, PO BOX 208240 NEW HAVEN, CT 06520	NONE	501(C)(3)	GENERAL CONTRIBUTION	5,000.
FRIENDS OF ISRAEL'S ENVIRONMENT 4182 BECK AVENUE STUDIO CITY, CA 91604	NONE	501(C)(3)	GENERAL CONTRIBUTION	50,000.
GLOBAL CITIZENS YEAR 1625 CLAY STREET OAKLAND, CA 94612	NONE	501(C)(3)	GENERAL CONTRIBUTION	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HEARING LOSS ASSOCIATION OF AMERICA 7910 WOODMONT AVENUE, SUITE 1200 BETHESDA, MD 20814	NONE	501(C)(3)	GENERAL CONTRIBUTION	500.
HIAS 333 SEVENTH AVENUE NEW YORK, NY 10001-5004	NONE	501(C)(3)	GENERAL CONTRIBUTION	500.
HOLDERNESS SCHOOL HOLDERNESS SCHOOL PLYMOUTH, NH 03264-1879	NONE	501(C)(3)	GENERAL CONTRIBUTION	25,000.
HOSPITAL FOR SPECIAL SURGERY 535 EAST 70TH STREET NEW YORK, NY 10021	NONE	501(C)(3)	GENERAL CONTRIBUTION	15,000.
HUMAN RIGHTS WATCH 350 FIFTH AVENUE, 34TH FLOOR NEW YORK, NY 10118-3299	NONE	501(C)(3)	GENERAL CONTRIBUTION	5,000.
JEWISH CHILD CARE ASSOCIATION 120 WALL STREET NEW YORK, NY 10005	NONE	501(C)(3)	GENERAL CONTRIBUTION	40,000.
JEWISH THEOLOGICAL SEMINARY 3080 BROADWAY NEW YORK, NY 10027	NONE	501(C)(3)	GENERAL CONTRIBUTION	250,000.
JOSEPH SLIFKA CENTER FOR JEWISH LIFE AT YALE 80 WALL STREET NEW HAVEN, CT 06511	NONE	501(C)(3)	GENERAL CONTRIBUTION	35,112.
LINCOLN SQUARE SYNAGOGUE 200 AMSTERDAM AVENUE NEW YORK, NY 10023	NONE	501(C)(3)	GENERAL CONTRIBUTION	1,000.
MEMORIAL SLOAN-KETTERING PO BOX 750 NEW YORK, NY 10131	NONE	501(C)(3)	GENERAL CONTRIBUTION	2,000.
Total from continuation sheets				

Part XV **Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MT. DESERT ISLAND HOSPITAL 10 WAYMAN LANE BAR HARBOR, ME 04609	NONE	501(C)(3)	GENERAL CONTRIBUTION	10,000.
NATIONAL MULTIPLE SCLEROSIS SOCIETY BROADWAY STATION, 900 S BROADWAY SUITE 200 DENVER, CO 80209	NONE	501(C)(3)	GENERAL CONTRIBUTION	11,000.
ORBIS SIGHTFIGHT ORBIS INTERNATIONAL, 520 EIGHTH AVENUE, 11TH FL. NEW YORK, NY 10018-6507	NONE	501(C)(3)	GENERAL CONTRIBUTION	500.
RAMAPO ANCHORAGE CAMP PO BOX 266 RHINEBECK, NY 12572	NONE	501(C)(3)	GENERAL CONTRIBUTION	3,000.
RECORDING FOR THE BLIND AND DISLEXIC 20 ROSZEL ROAD PRINCETON, NJ 08540	NONE	501(C)(3)	GENERAL CONTRIBUTION	500.
RYE COUNTRY DAY SCHOOL 3 GRANDVIEW AVENUE RYE, NY 10580-2006	NONE	501(C)(3)	GENERAL CONTRIBUTION	5,000.
SCENIC HUDSON, INC. ONE CIVIC CENTER PLAZA, SUITE 200 POUGHKEEPSIE, NY 12601-3157	NONE	501(C)(3)	GENERAL CONTRIBUTION	500.
SIMMONS COLLEGE 300 THE FENWAY BOSTON, MA 02115	NONE	501(C)(3)	GENERAL CONTRIBUTION	7,000.
SOUTHWEST HARBOR PUBLIC LIBRARY 338 MAIN STREET SOUTHWEST HARBOR, ME 04679-4243	NONE	501(C)(3)	GENERAL CONTRIBUTION	12,000.
STUDENT ADVOCACY 3 W MANIN ST ELMSFORD, NY 10523	NONE	501(C)(3)	GENERAL CONTRIBUTION	35,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE AMERICAN SOCIETY OF INTERNATIONAL LAW 2223 MASSACHUSETTS AVENUE NW WASHINGTON, DC 20008-2864	NONE	501(C)(3)	GENERAL CONTRIBUTION	1,000,000.
THE BAY SCHOOL 35 KEYES AVENUE SAN FRANCISCO, CA 94129	NONE	501(C)(3)	GENERAL CONTRIBUTION	10,000.
THE DOE FUND, INC. 232 EAST 84TH STREET NEW YORK, NY 10028	NONE	501(C)(3)	GENERAL CONTRIBUTION	1,000.
THE FRESH AIR FUND 633 THIRD AVENUE NEW YORK, NY 10017	NONE	501(C)(3)	GENERAL CONTRIBUTION	500.
THE GLAUCOMA FOUNDATION 80 MAIDEN LANE, SUITE 1206 NEW YORK, NY 10038	NONE	501(C)(3)	GENERAL CONTRIBUTION	500.
THE JEWISH FOUNDATION FOR THE RIGHTEOUS 305 SEVENTH AVENUE, 19TH FLOOR NEW YORK, NY 10001-6008	NONE	501(C)(3)	GENERAL CONTRIBUTION	2,000.
THE JEWISH GUILD FOR THE BLIND 15 WEST 65 STREET NEW YORK, NY 10023	NONE	501(C)(3)	GENERAL CONTRIBUTION	500.
THE LIGHTHOUSE INTERNATIONAL 111 EAST 59TH STREET NEW YORK, NY 10022-1264	NONE	501(C)(3)	GENERAL CONTRIBUTION	100,000.
THE MOUNT SINAI HOSPITAL 1 GUSTAVE L. LEVY PLACE NEW YORK, NY 10029	NONE	501(C)(3)	GENERAL CONTRIBUTION	500.
THE NATURE CONSERVANCY SUITE 100, 4245 N. FAIRFAX DRIVE ARLINGTON, VA 22203-1606	NONE	501(C)(3)	GENERAL CONTRIBUTION	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE WALL STREET SYNAGOGUE 47 BEEKMAN STREET NEW YORK, NY 10038	NONE	501(C)(3)	GENERAL CONTRIBUTION	400.
U.S. HOLOCAUST MEMORIAL PO BOX 90988 WASHINGTON, DC 20090-0988	NONE	501(C)(3)	GENERAL CONTRIBUTION	500.
UJA FEDERATION OF NEW YORK 130 EAST 59TH STREET NEW YORK, NY 10022	NONE	501(C)(3)	GENERAL CONTRIBUTION	50,000.
UNIVERSITY OF PUGET SOUND 1500 N. WARNER TACOMA, WA 98416	NONE	501(C)(3)	GENERAL CONTRIBUTION	20,000.
WOMEN DONORS NETWORK 565 COMMERCIAL STREET, SUITE 300 SAN FRANCISCO, CA 94111	NONE	501(C)(3)	GENERAL CONTRIBUTION	8,000.
YALE ALUMNI FUND PO BOX 1890 NEW HAVEN, CT 06508	NONE	501(C)(3)	GENERAL CONTRIBUTION	55,000.
YALE LAW SCHOOL P.O. BOX 2038 NEW HAVEN, CT 06521-2038	NONE	501(C)(3)	GENERAL CONTRIBUTION	35,000.
YOUTH COMMUNITY SERVICE 4120 MIDDLEFIELD RD., ROOM P-8 PALO ALTO, CA 94303	NONE	501(C)(3)	GENERAL CONTRIBUTION	1,000.
Total from continuation sheets				

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
HSBC	390,429.	0.	390,429.
TOTAL TO FM 990-PF, PART I, LN 4	390,429.	0.	390,429.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	21,000.	10,500.		10,500.
TO FORM 990-PF, PG 1, LN 16B	21,000.	10,500.		10,500.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OUTSIDE SERVICES	18,000.	0.		18,000.
BROKERAGE FEES	31,388.	31,388.		0.
TO FORM 990-PF, PG 1, LN 16C	49,388.	31,388.		18,000.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	750.	0.		750.
TAXES OTHER	36,457.	0.		0.
TO FORM 990-PF, PG 1, LN 18	37,207.	0.		750.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MISCELLANEOUS ADMINISTRATIVE EXPENSES	29.	0.			29.
TO FORM 990-PF, PG 1, LN 23	29.	0.			29.

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
30,000 HOLOGIC INC.	600,304.	600,304.		
250 IMPERIAL SUGAR CO.	0.	0.		
120,000 NEW YORK CMNTY BANCORP	1,572,000.	1,572,000.		
100,000 OLD REP INTL CORP	1,065,000.	1,065,000.		
70,000 AUDIOVOX CORP	471,100.	471,100.		
12,130 COMCAST CORP-CL-A	0.	0.		
20,000 MERCK & CO INC	532,221.	532,221.		
80,557 PROVIDENT NEW YORK BANCORP	749,987.	749,987.		
3,897 AT&T INC	0.	0.		
60,000 PFIZER INC.	1,504,759.	1,504,759.		
80,000 NAM TAI ELECTRS INC	1,105,600.	1,105,600.		
30,000 CITIGROUP INC.	1,186,800.	1,186,800.		
20,000 FLUSHING FINL CORP	0.	0.		
333 CTM MEDIA	13,321.	13,321.		
55 CTM MEDIA HOLDINGS INC CL B	2,750.	2,750.		
30,779 LANDMARK BANKKORP, INC.	642,786.	642,786.		
750 SEABOARD CORP MASS	1,897,411.	1,897,411.		
23,332 IDT CORP	222,588.	222,588.		
23,332 GENIE ENERGY-B	165,658.	165,658.		
130,000 NEW YORK TIMES CO CL A	1,108,900.	1,108,900.		
25000 PATERSON - UTI ENERGY INC	465,751.	465,751.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	13,306,936.	13,306,936.		

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 JACOB L. AND LILLIAN HOLTZMANN FDN.	Employer identification number (EIN) or 13-6174349
	Number, street, and room or suite no. If a P.O. box, see instructions 115 EAST 57TH ST. 11TH FL. SUITE 1009	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK, NY 10022	

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

HOWARD M. HOLTZMANN, ESQ. - 115 EAST 57TH ST. 11TH FL.

- The books are in the care of ► **SUITE 1009 - NEW YORK, NY 10022**

Telephone No. ► **646-486-9755**

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **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	\$	10,351.
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	\$	16,400.
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)