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EXTENSION ATTACHED

Form 990-PF

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

OMB No 1545-0052

2012

Department of the Treasury Internal Revenue Service

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

Open to Public Inspection

For calendar year 2012 or tax year beginning, 2012, and ending, 20

Name of foundation: FLORENCE V. BURDEN FOUNDATION
A Employer identification number: 13-6224125
B Telephone number: (212) 872-1150
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 computation
E 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
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
I Fair market value of all assets at end of year: \$ 14,602,781
J Accounting method: Accrual

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include: 1 Contributions, gifts, grants, etc., received; 2 Check; 3 Interest on savings and temporary cash investments; 4 Dividends and interest from securities; 5a Gross rents; 5b Net rental income or (loss); 6a Net gain or (loss) from sale of assets; 6b Gross sales price for all assets; 7 Capital gain net income; 8 Net short-term capital gain; 9 Income modifications; 10a Gross sales less returns and allowances; 10b Less Cost of goods sold; 11 Other income; 12 Total; 13 Compensation of officers, directors, trustees, etc.; 14 Other employee salaries and wages; 15 Pension plans, employee benefits; 16a Legal fees; 16b Accounting fees; 16c Other professional fees; 17 Interest; 18 Taxes; 19 Depreciation; 20 Occupancy; 21 Travel, conferences, and meetings; 22 Printing and publications; 23 Other expenses; 24 Total operating and administrative expenses; 25 Contributions, gifts, grants paid; 26 Total expenses and disbursements; 27 Subtract line 26 from line 12; a Excess of revenue over expenses and disbursements; b Net investment income; c Adjusted net income.

SCANNED NOV 15 2013 Operating and Administrative Expenses

RECEIVED NOV 15 2013 IRS-OSC COCDEN, NY 5

914 25

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See Instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	147,725.	35,337.	35,337.	
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges ATCH 7	21,246.	28,061.	28,061.	
	10 a	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 schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) ATCH 8	10,981,360.	14,539,383.	14,539,383.		
14	Land, buildings, and equipment: basis					
	Less: accumulated depreciation (attach schedule)					
15	Other assets (describe ATCH 9)	2,731,895.				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	13,882,226.	14,602,781.	14,602,781.		
Liabilities	17	Accounts payable and accrued expenses	40,000.	52,497.		
	18	Grants payable	30,000.	145,000.		
	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 ATCH 10)	115,413.	131,239.		
23	Total liabilities (add lines 17 through 22)	185,413.	328,736.			
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	13,696,813.	14,274,045.		
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input 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)	13,696,813.	14,274,045.			
31	Total liabilities and net assets/fund balances (see instructions)	13,882,226.	14,602,781.			

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	13,696,813.
2	Enter amount from Part I, line 27a	2	-272,559.
3	Other increases not included in line 2 (itemize) ATCH 11	3	849,791.
4	Add lines 1, 2, and 3	4	14,274,045.
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	14,274,045.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
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	ATTACHMENT IA 391,947.
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

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	866,935.	15,863,200.	0.054651
2010	633,559.	14,104,575.	0.044919
2009	719,966.	12,512,458.	0.057540
2008	853,468.	15,006,076.	0.056875
2007	965,852.	15,647,573.	0.061725
2 Total of line 1, column (d)			2 0.275710
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 0.055142
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 15,417,152.
5 Multiply line 4 by line 3			5 850,133.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,071.
7 Add lines 5 and 6			7 854,204.
8 Enter qualifying distributions from Part XII, line 4 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.			8 587,274.

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

Table with 11 rows for excise tax calculation. Includes sub-rows 6a-6d for credits. Total tax due is 13,478.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes Yes/No columns. Marked 'Yes' for items 1a, 1b, 1c, 2, 3, 4a, 4b, 6, 7, 8b, 9, 10.

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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address N/A
14 The books are in care of MARGARET CASSELLA Telephone no. 212-872-1150
Located at 805 THIRD AVENUE, 12TH FLOOR NEW YORK, NY ZIP+4 10022
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
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

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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).
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
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?
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
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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

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

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

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

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

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

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

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870.

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 12		77,700.	31,662.	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 Yes No 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
ATCH 13		62,329.

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 (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
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	14,021,589.
b	Average of monthly cash balances	1b	264,394.
c	Fair market value of all other assets (see instructions)	1c	1,365,948.
d	Total (add lines 1a, b, and c)	1d	15,651,931.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	15,651,931.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	234,779.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,417,152.
6	Minimum investment return. Enter 5% of line 5	6	770,858.

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	770,858.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	8,142.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	4,721.
c	Add lines 2a and 2b	2c	12,863.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	757,995.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	757,995.
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	757,995.

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	587,274.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	587,274.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	587,274.

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				757,995.
2 Undistributed Income, if any, as of the end of 2012:				
a Enter amount for 2011 only				
b Total for prior years. 20 10 20 09 20 08				
3 Excess distributions carryover, if any, to 2012:				
a From 2007	216,504.			
b From 2008	110,074.			
c From 2009	117,909.			
d From 2010				
e From 2011	107,311.			
f Total of lines 3a through e	551,798.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	587,274.			
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				587,274.
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))	170,721.			170,721.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	381,077.			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	45,783.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	335,294.			
10 Analysis of line 9:				
a Excess from 2008	110,074.			
b Excess from 2009	117,909.			
c Excess from 2010				
d Excess from 2011	107,311.			
e Excess from 2012				

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

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

--	--	--	--

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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)(ii)					
(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).)

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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE ATTACHMENT 15				410,000.
Total				410,000.
b <i>Approved for future payment</i> SEE ATTACHMENT 16				145,000.
Total				145,000.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN (LOSS)							<u>391,947.</u>	

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
ORDINARY BUSINESS INCOME - PARTNERSHIPS	14,671.	-23,176.
TOTALS	<u>14,671.</u>	<u>-23,176.</u>

Florence V. Burden Foundation
ID # 13-6224125

Statement Attached to and Made Part of
2012 Return of Private Foundation (Form 990-PF)

Part IV, Line 1 (a)-(h)

(a) Name of Security	(b) How Acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depreciation Allowed	(g) Cost Basis	(h) Gain/(Loss) Long-term	(h) Gain/(Loss) Short-term
Laudus Mondran Insl. Indl. Equity Fund - Exchanged 148,588.410 shares	Purchase	1/11/2012	2/29/2012	1,059,435	N/A	1,000,000	0	59,435
DWS Equity 500 Index Fund - Redeemed 1,614,466 shares	Purchase	5/5/1999	11/16/2012	250,000	N/A	167,378	82,622	0
Vanguard Inflation Protected Securities Fund - Redeemed 7,916.96 shares	Purchase	7/28/2009	5/2/2012	225,000	N/A	187,632	37,368	0
Vanguard Inflation Protected Securities Fund - Redeemed 8,426.020 shares	Purchase	7/28/2009	12/11/2012	250,000	N/A	199,697	50,303	0
Vanguard Inflation Protected Securities Fund - Capital Gain Distribution 291.800 shares	Distribution	7/28/2009	N/A	N/A	N/A	0	8,325	0
Vanguard Inflation Protected Securities Fund - Capital Gain Distribution 53.720 shares	Distribution	7/28/2009	N/A	N/A	N/A	0	0	1,533
Reservoir Capital Investment Partners (Caymans), L.P. - Partnership Investment	Purchase	N/A	N/A	N/A	N/A	N/A	16,547	-2,686
Reservoir Capital Overseas Partners, L.P. - Partnership Investment	Purchase	8/8/2007	12/31/2012	138,500	N/A	-	138,500	-
Totals				<u>1,922,935</u>		<u>1,554,707</u>	<u>333,665</u>	<u>58,282</u>
							Total Gain/(Loss)	<u>391,947</u>

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
PATTERSON, BELKNAP, WEBB & TYLER		783.	3,133.
TOTALS		<u>783.</u>	<u>3,133.</u>

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING AND CLERICAL FEES	16,545.	3,309.		13,236.
AUDIT FEES	40,000.	8,000.		32,000.
TOTALS	<u>56,545.</u>	<u>11,309.</u>		<u>45,236.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
PROGRAM CONSULTING FEES	1,348.		1,348.
PASS-THROUGH EXPENSES FROM LIMITED PARTNERSHIP INVSTMTS	62,348.	62,348.	
TOTALS	<u>63,696.</u>	<u>62,348.</u>	<u>1,348.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	318.	318.
FEDERAL EXCISE TAX	8,079.	
FED AND STATE UBIT	5,283.	
OTHER FILING FEES	1,807.	
TOTALS	<u>15,487.</u>	<u>318.</u>

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OFFICE SUPPLIES AND MISC. INSURANCE	481. 4,508.		481. 4,451.
FIDELITY BOND INSURANCE	9,960.	9,960.	
TOTALS	<u>14,949.</u>	<u>9,960.</u>	<u>4,932.</u>

ATTACHMENT 7

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PREPAID TAXES	13,680.	21,339.	21,339.
OTHER PREPAID EXPESNES	7,566.	6,722.	6,722.
TOTALS	<u>21,246.</u>	<u>28,061.</u>	<u>28,061.</u>

Florence V. Burden Foundation

ID # 13-6224125

12/31/2012

Statement Attached to and Made Part of
2012 Return of Private Foundation (Form 990-PF)

Part II, Line 13

Description	Ending Book Value	Ending FMV
<u>Mutual Funds:</u>		
DWS Equity 500 Index Fund	\$ 637,193	\$ 637,193
Laudus Mondrian Instl. Intl. Equity Fund	1,112,474	1,112,474
Vanguard Inflation-Protected Securities Fund	881,790	881,790
<u>Limited partnerships and limited liability companies:</u>		
Archipelago Holdings Ltd.	1,777,144	1,777,144
Archstone Absolute Return Strategies, Ltd.	1,684,907	1,684,907
The Perennial Growth Fund Limited	3,999	3,999
Reservoir Capital Investment Partners (Cayman), L.P.	3,324,070	3,324,070
Reservoir Capital Overseas Partners, L.P.	1,705,439	1,705,439
York Investment Limited	3,412,366	3,412,366
Totals	\$ 14,539,383	\$ 14,539,383

ATTACHMENT 9

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
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PROCEEDS RECEIVABLE FROM TRADES NOT SETTLED	2,731,895.		
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TOTALS	<u>2,731,895.</u>		
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ATTACHMENT 10

FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
DEFERRED EXCISE TAX	113,897.	131,239.
FEDERAL EXCISE AND UBIT TAXES PAYABLE	1,516.	
TOTALS	<u>115,413.</u>	<u>131,239.</u>

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

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAINS ON INVESTMENTS (NET OF DEFERRED EXCISE TAX EXPENSE OF \$17,342)	849,791.
TOTAL	<u>849,791.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
DONALD A. MACDONALD III 805 THIRD AVENUE, 12TH FLOOR NEW YORK, NY 10022	DIRECTOR 1.00	0	0	0
CHARMAINE S. BURDEN 805 THIRD AVENUE, 12TH FLOOR NEW YORK, NY 10022	DIRECTOR 1.00	0	0	0
WENDY L. BURDEN 805 THIRD AVENUE, 12TH FLOOR NEW YORK, NY 10022	DIRECTOR 1.00	0	0	0
MEGAN STEWART BURDEN 805 THIRD AVENUE, 12TH FLOOR NEW YORK, NY 10022	DIRECTOR 1.00	0	0	0
FLOBELLE BURDEN DAVIS 805 THIRD AVENUE, 12TH FLOOR NEW YORK, NY 10022	DIRECTOR 1.00	0	0	0
ALEXANDRA C. MCKEE 805 THIRD AVENUE, 12TH FLOOR NEW YORK, NY 10022	DIRECTOR 1.00	0	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
MARGARET B. CHILDS 805 THIRD AVENUE, 12TH FLOOR NEW YORK, NY 10022	DIRECTOR 1.00	0	0	0
GRAND TOTALS		<u>77,700.</u>	<u>31,662.</u>	<u>0</u>

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
RESERVOIR CAPITAL INVESTMENT PARTNERS 650 MADISON AVENUE, 26TH FLOOR NEW YORK, NY 10022	INVESTMENT MGMT	62,329.
	TOTAL COMPENSATION	<u>62,329.</u>

FLORENCE V. BURDEN FOUNDATION

13-6224125

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 14

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
PARTNERSHIP INCOME	525990	37,847.	03	-23,176.	
TOTALS		<u>37,847.</u>		<u>-23,176.</u>	

Florence V. Burden Foundation
ID # 13-6224125
12/31/2012

Statement Attached to and Made Part of
2012 Return of Private Foundation (Form 990-PF)

Part XV 3a

Recipient	Relationship	Tax Status	Purpose of Grant	Amount
ADK Charities P.O. Box 4748 74 Quaker Lane Queensbury, NY 12804	N/A	Public Charity	Social Services	1,000
American Farmland Trust 1200 18th Street, NW, Suite 800 Washington, DC 20036	N/A	Public Charity	Environment	1,000
The Association for Frontotemporal Degeneration Radnor Station Building 2, Suite 320 290 King of Prussia Road Radnor, PA 19087	NA	Public Charity	General Support	8,000
Bank Street College of Education 610 West 112th Street New York, NY 10025	NA	Public Charity	Education	500
Beacon School Parent Association 227 West 61st St. New York, NY 10023	N/A	Public Charity	Youth	20,000
Brooks School 1160 Great Pond Road North Andover, MA 01845	N/A	Public Charity	Education	500
Burden Center for the Aging 1484 First Avenue New York, NY 10075	N/A	Public Charity	Aging	23,000
Camp Dudley 126 Dudley Road Westport, CT 12993	N/A	Public Charity	Youth	1,000
Carl Schurz Park Association 217 East 85th Street New York, NY 10028	N/A	Public Charity	Community Services	500
Carroll School Corp. 25 Baker Bridge Road Lincoln, MA 01773	N/A	Public Charity	Education	1,000

Florence V. Burden Foundation
ID # 13-6224125
12/31/2012

Statement Attached to and Made Part of
2012 Return of Private Foundation (Form 990-PF)

Part XV 3a

Recipient	Relationship	Tax Status	Purpose of Grant	Amount
Charlotte White Center - Life Jackets 572 Bangor Road, P.O. Box 380 Dover-Foxcroft, ME 04426	NA	Public Charity	Youth	3,000
City of Lake Oswego Public Library 706 Fourth Street Lake Oswego, OR 97034	N/A	Public Charity	Education	5,000
Collegiate School, Inc. 260 West 78th Street New York, NY 10024	N/A	Public Charity	Education	18,000
College of the Atlantic 105 Eden St Bar Harbor, ME 04609	N/A	Public Charity	Education	1,000
Columbia University 475 Riverside Dr New York, NY 10115	NA	Public Charity	Education	1,500
Composers Concordance P.O. Box 3620548 New York, NY 10129	NA	Public Charity	Arts	500
Conservation International Fund 2011 Crystal Drive, Suite 500 Arlington, VA 22202	N/A	Public Charity	Environment	5,000
Council of Senior Centers and Services 49 West 45th Street, 7th Floor New York, NY 10036	NA	Public Charity	Aging	50,000
Derrylanitee St. Francis Primary School 50 Derrylatinee Road Dungannon, Co. Tyrone BT70 1PS, Ireland	NA	Equivalency Determination	Education	10,000
The Early Stages Program, Inc. 27 West 20th Street, Suite 706 New York, NY 10011	NA	Public Charity	Arts	1,000

Florence V. Burden Foundation
ID # 13-6224125
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Statement Attached to and Made Part of
2012 Return of Private Foundation (Form 990-PF)

Part XV 3a

Recipient	Relationship	Tax Status	Purpose of Grant	Amount
Family to Family P.O. Box 255 Hasting-on-Hudson, NY 10706	NA	Public Charity	Family	15,000
Far Hills Country Day School P.O. Box 8, Route 202 Far Hills, NJ 07931	N/A	Public Charity	Education	500
Friends of Acadia 43 Cottage St., P.O. Box 45 Bar Harbor, ME 04609	N/A	Public Charity	Environment	1,000
The GO Project 86 Fourth Avenue New York, NY 10003	NA	Public Charity	Education	8,000
Guitar Doors P.O. Box 884 Gorham, ME 04038	NA	Public Charity	Criminal Justice	10,000
Gracie Square Hospital 420 East 76th Street New York, NY 10021	N/A	Public Charity	Medicine	3,000
Greenwich Country Day School 401 Old Church Road Greenwich, CT 06836-0623	N/A	Public Charity	Education	500
Harvard Graduate School of Design 48 Quincy Street Cambridge, MA 01238	N/A	Public Charity	Education	1,000
Inwood House 320 E 82nd Street New York, NY 10028	N/A	Public Charity	Youth	500
Isamu Noguchi Foundation & Garden Museum 32-37 Vernon Boulevard Long Island City, NY 11106	N/A	Public Charity	Arts	1,000

Florence V. Burden Foundation

ID # 13-6224125

12/31/2012

**Statement Attached to and Made Part of
2012 Return of Private Foundation (Form 990-PF)****Part XV 3a**

Recipient	Relationship	Tax Status	Purpose of Grant	Amount
Island Housing Trust P.O. Box 779 West Tisbury, MA 02575	NA	Public Charity	Family	500
Landmark School 429 Hale St. Beverly, MA 01915	N/A	Public Charity	Education	2,500
Legal Aid Society 199 Water Street New York, NY 10038	NA	Public Charity	Social Services	500
Maine Coast Heritage Trust 1 Bowdoin Mill Island Topsham, ME 04086	N/A	Public Charity	Environment	2,500
Maine Sea Coast Missionary Society 127 West Street Bar Harbor, ME 04609	N/A	Public Charity	Environment	1,000
Massachusetts Society/Prevention of Cruelty to Children 99 Summer Street, 6th Floor Boston, MA 02110	N/A	Public Charity	Youth	1,000
Mid-Hudson Alcoholism Recovery Center 51 Cannon Street Poughkeepsie, NY 12601	N/A	Public Charity	Medicine Community	4,000
Mount Desert Island Historical Society PO Box 653 Mt Desert, ME 04660	NA	Public Charity	Education	1,000
Mount Desert Island Hospital 10 Wayman Lane, P.O. Box 8 Bar Harbor, ME 04609-0008	N/A	Public Charity	Medicine	1,500
Mt. Desert Island Community Sailing and Maritime Education 168 Clark Point Road Southwest Harbor, ME 04679-0000	N/A	Public Charity	General Support	500

Florence V. Burden Foundation
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Statement Attached to and Made Part of
 2012 Return of Private Foundation (Form 990-PF)

Part XV 3a

Recipient	Relationship	Tax Status	Purpose of Grant	Amount
Mount Desert Island - Land & Garden Preserve P.O. Box 208 257 Peabody Drive Seal Harbor, ME 04675	N/A	Public Charity	General Support	1,000
Mount Desert Island Search and Rescue Association PO Box 493 Bar Harbor, ME 04609-0020	N/A	Public Charity	General Support	500
National Crime Prevention Council 2345 Crystal Dr., Suite 500 Arlington, VA 22202	N/A	Public Charity	Criminal Justice	15,000
National Law Enforcement Officers Memorial Fund 901 E Street NW, Suite 100 Washington, DC 20004	N/A	Public Charity	Criminal Justice	2,000
Nativity School of Worcester, Inc. 67 Lincoln St. Worcester, MA 01605	N/A	Public Charity	Education	5,000
Neighborhood House of Oregon 7780 SW Capitol Highway Portland, Oregon 97219	N/A	Public Charity	Education and Social Services	5,000
The Neighborhood House P.O. Box 332 Northeast Harbor, ME 04662	N/A	Public Charity	Social Services	1,500
New Alternatives for Children 37 W 26th St New York, NY 10010	N/A	Public Charity	Youth	2,000
New Canaan Country Day School P.O. Box 997 New Canaan, CT 06840	N/A	Public Charity	Education	500
Next Step Domestic Violence PO Box 1466 Ellsworth, ME 04605	NA	Public Charity	Family Services	500

Florence V. Burden Foundation
ID # 13-6224125
12/31/2012

Statement Attached to and Made Part of
2012 Return of Private Foundation (Form 990-PF)

Part XV 3a

Recipient	Relationship	Tax Status	Purpose of Grant	Amount
Northeast Harbor Ambulance Service P.O. Box 122 Northeast Harbor, ME 04662	N/A	Public Charity	Community Services	1,000
Northeast Harbor Fleet/Sailing School P.O. Box 12 Northeast Harbor, ME 04662	N/A	Public Charity	Education	1,000
Northeast Harbor Library P.O. Box 279 Northeast Harbor, ME 04662	N/A	Public Charity	Education	500
Oberlin College 50 West Lorain St. Oberlin, OH 44074	N/A	Public Charity	Education	1,500
Oregon Public Broadcasting 7140 SW Macadam Ave Portland, OR 97219	N/A	Public Charity	Public Broadcasting	2,000
The Osborne Association 809 Westchester Ave. Bronx, NY 10455	NA	Public Charity	Family Services	15,000
Pew Charitable Trusts 901 E St. NW Washington, DC 20004-2008	NA	Public Charity	General Support	2,500
Phillips Exeter Academy 20 Main Street Exeter, NH 03833	N/A	Public Charity	Education	15,000
The Phoenix School 89 Margin St. Salem, MA 01970	N/A	Public Charity	Education	5,000
Portsmouth Abbey School 285 Cory's Lane Portsmouth, RI 02871	N/A	Public Charity	Education	1,500

Florence V. Burden Foundation
ID # 13-6224125
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Statement Attached to and Made Part of
2012 Return of Private Foundation (Form 990-PF)

Part XV 3a

<u>Recipient</u>	<u>Relationship</u>	<u>Tax Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Portland Parks Foundation 506 SW Sixth Avenue, Suite 1100 Portland, Oregon 97204	N/A	Public Charity	Community Services	5,000
Proctor Academy 204 Main St., P.O. Box 500 Andover, NH 03216	N/A	Public Charity	Education	2,000
Pulling Together Youth Dog Sledding Program P.O. Box 396 Mount Desert, ME 04660	N/A	Public Charity	Youth	19,000
Riverview Foundation P.O. Box 310 Topsham, ME 04086	NA	Public Charity	Education	1,000
Rockend, Inc. P.O. Box 296 Northeast Harbor, ME 04662	N/A	Public Charity	General Support	1,000
Rumson Country Day School 35 Bellevue Avenue Rumson, NJ 07760	N/A	Public Charity	Education	9,000
Sail Maine 58 Fore St. Portland, ME 04101	NA	Public Charity	General Support	500
Sailors for the Sea 18 Market Square Newport, RI 02840	N/A	Public Charity	Environment	500
Sanctuary for Families P.O. Box 1406, Wall Street Station New York, NY 10268	N/A	Public Charity	Family Services	4,000
Sites Alive Foundation 58C Brackett Place Marblehead, MA 01945	N/A	Public Charity	Education	500

Florence V. Burden Foundation
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Statement Attached to and Made Part of
 2012 Return of Private Foundation (Form 990-PF)

Part XV 3a

Recipient	Relationship	Tax Status	Purpose of Grant	Amount
Spectrum Health Systems, Inc. 10 Mechanic St., Suite 302 Worcester, MA 01608	N/A	Public Charity	Health	20,000
St. Bani School 1040 N State St Ukaik , CA 95482	NA	Public Charity	Education	5,000
St. John's Prep 72 Spring Street Danvers, MA 01923	NA	Public Charity	Education	2,500
St. Lawrence University 23 Romoda Dr. Canton, NY 13617	N/A	Public Charity	Education	500
St. Lukes Foundation 4208 Prospect Avenue Cleveland, OH 44103	N/A	Public Charity	Family & Community	2,000
Sts. Mary & Jude Church The Parish of St. Mary and St. Jude P.O. Box 105 Northeast Harbor, ME 04662	N/A	Public Charity	Education	1,000
St. Thomas Church 1 West 53rd Street New York, NY 10019	N/A	Public Charity	Community	2,000
Santa Catalina School 1500 Mark Thomas Drive Monterey, CA 93940	N/A	Public Charity	Education	2,000
Sarah Lawrence College Swinford House, 1 Mead Way Bronxville, NY 10708	N/A	Public Charity	Education	2,000
Shady Hill School 178 Coolidge Hill Cambridge, MA 02138-5520	N/A	Public Charity	Education	500

Florence V. Burden Foundation
ID # 13-6224125
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Statement Attached to and Made Part of
2012 Return of Private Foundation (Form 990-PF)

Part XV 3a

Recipient	Relationship	Tax Status	Purpose of Grant	Amount
Skowhegan School of Painting & Sculpture 200 Park Avenue South, #1116 New York, NY 10003	N/A	Public Charity	Education	500
Songbird Sings 7683 SE 27th St. #317 Mercer Island, WA 98040	N/A	Public Charity	General Support	1,000
SPCA of Hancock County 141 Bar Harbour Rd. Trenton, ME 04605	N/A	Public Charity	General Support	1,000
The Spence School 22 East 91st Street New York, NY 10128	N/A	Public Charity	Education	500
Squashbusters 795 Columbus Avenue Roxbury Crossing, MA 02120	N/A	Public Charity	Youth	1,000
Tedford Housing P.O. Box 958 14 Middle Street Brunswick, ME 04011	N/A	Public Charity	Social Services	10,000
Ubuntu Education Fund 32 Broadway, Suite 414 New York, NY 10004	N/A	Public Charity	Education	500
United Neighborhood Houses 70 West 36th Street, #503 New York, NY 10018-8028	N/A	Public Charity	Social Services	15,000
University of Vermont & State Agricultural Center University of Vermont Burlington, VT 05405	N/A	Public Charity	Education	500
Urban Gleaners 4500 SW Humphrey Portland, OR 97221	N/A	Public Charity	Social Services	5,000

Florence V. Burden Foundation
ID # 13-6224125
12/31/2012

Statement Attached to and Made Part of
2012 Return of Private Foundation (Form 990-PF)

Part XV 3a

Recipient	Relationship	Tax Status	Purpose of Grant	Amount
VH1 Save the Music Foundation 1515 Broadway New York, NY 10036	N/A	Public Charity	Youth	2,500
Wesleyan University Wesleyan Station Middletown, CT 06459	N/A	Public Charity	Education	5,000
Willowind Therapeutic Riding Center PO Box 1140 State Highway 3 Bar Harbor, ME 04609	N/A	Public Charity	Disabled	500
The Windward School 13 Windward Avenue White Plains, NY 10605	N/A	Public Charity	Education	2,000
Total Paid in 2012 - 3a				410,000

Florence V. Burden Foundation
ID # 13-6224125
12/31/2012

Statement Attached to and Made Part of
2012 Return of Private Foundation (Form 990-PF)

Part XV 3b

Recipient	Relationship	Tax Status	Purpose of Grant	
Family to Family P.O. Box 255 Hasting-on-Hudson, NY 10706	NA	Public Charity	Family	15,000
Guitar Doors P.O. Box 884 Gorham, ME 04038	NA	Public Charity	Criminal Justice	10,000
The Osborne Association 809 Westchester Ave. Bronx, NY 10455	NA	Public Charity	Family Services	10,000
Presbyterian Senior Services 2095 Broadway New York, NY 10023	N/A	Public Charity	Aging	40,000
Ramapo for Children 49 W 38th Street New York, NY 10018	N/A	Public Charity	Youth	30,000
Spectrum Health Systems, Inc. 100 Michigan St. NE Grand Rapids, MI 49503	N/A	Public Charity	Criminal Justice	20,000
United Neighborhood Houses 70 West 36th Street, #503 New York, NY 10018-8028	N/A	Public Charity	Social Services	10,000
Up2Us, Inc. 520 8th Ave, 2nd Floor New York, NY 10018	N/A	Public Charity	Youth	10,000
Total Approved for Future Payment - 3b				145,000

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

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

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

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

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

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

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions FLORENCE V. BURDEN FOUNDATION	Employer identification number (EIN) or 13-6224125
	Number, street, and room or suite no. If a P O box, see instructions 805 THIRD AVENUE, 12TH FLOOR	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)

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

- The books are in the care of ▶ MARGARET CASSELLA

Telephone No ▶ 212 872-1150 FAX No ▶ _____

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for.

▶ calendar year 2012 or

▶ tax year beginning _____, 20____, and ending _____, 20____

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 \$	21,620.
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 \$	21,620.
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

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

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

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

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	FLORENCE V. BURDEN FOUNDATION	13-6224125
	Number, street, and room or suite no If a P O box, see instructions	Social security number (SSN)
	805 THIRD AVENUE, 12TH FLOOR	
	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) 0 4

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

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

- The books are in the care of MARGARET CASSELLA
 Telephone No 212 872-1150 FAX No
 - If the organization does not have an office or place of business in the United States, check this box
 - If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.
- 4 I request an additional 3-month extension of time until 11/15, 2013
- 5 For calendar year 2012, or other tax year beginning _____, 20____, and ending _____, 20____.
- 6 If the tax year entered in line 5 is for less than 12 months, check reason. Initial return Final return
 Change in accounting period
- 7 State in detail why you need the extension _____

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	8a \$	21,620.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$	21,620.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c \$	0

Signature and Verification must be completed for Part II only.

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

Signature Title Date