



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

Department of the Treasury
Internal Revenue Service

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

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

Name of foundation J & AR FOUNDATION		A Employer identification number 13-6962028
Number and street (or P O box number if mail is not delivered to street address) C/O ANCHIN - 1375 BROADWAY		B Telephone number (see instructions) (212) 840-3456
City or town, state, and ZIP code NEW YORK, NY 10018-7001		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		D 1 Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust		2 Foreign organizations meeting the 85% test check here and attach computation <input type="checkbox"/>
<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) ▶ \$ 28,965,162.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
		<input type="checkbox"/> Other (specify) _____

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc. received (attach schedule)	6,589,145.	ATCH 1		
	2 Check <input 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	519,854.	519,854.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,242,734.			
	b Gross sales price for all assets on line 6a 5,134,323.				
	7 Capital gain-net income (from Part IV, line 2)		1,242,734.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold 2,031,593					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	8,351,733.	1,762,588.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages	32,629.			32,629.
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 3	5,000.	3,333.		1,667.
	b Accounting fees (attach schedule) ATCH 4	9,765.	6,510.		3,255.
	c Other professional fees (attach schedule) *	155,292.	155,292.		
	17 Interest ATCH 6	255.	255.		
	18 Taxes (attach schedule) (see instructions) ATCH 7	36,284.	6,671.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 8	4,168.			4,168.
	24 Total operating and administrative expenses. Add lines 13 through 23	243,393.	172,061.		41,719.
	25 Contributions, gifts, grants paid	2,369,820.			2,369,820.
26 Total expenses and disbursements Add lines 24 and 25	2,613,213.	172,061.	0	2,411,539.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	5,738,520.				
b Net investment income (if negative, enter -0-)		1,590,527.			
c Adjusted net income (if negative, enter -0-)					

SCANNED NOV 20 2013

26 9 18

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	489,619.	7,454,667.	7,454,667.	
	3	Accounts receivable				
		Less allowance for doubtful accounts				
	4	Pledges receivable				
		Less allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule)				
		Less allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 9	17,610,309.	16,368,412.	18,873,191.	
	c	Investments - corporate bonds (attach schedule) ATCH 10	2,388,622.	2,360,413.	2,593,906.	
	11	Investments - land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) ATCH 11		43,398.	43,398.		
14	Land, buildings, and equipment basis					
	Less accumulated depreciation (attach schedule)					
15	Other assets (describe)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	20,488,550.	26,226,890.	28,965,162.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
	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 and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)	20,488,550.	26,226,890.		
	31	Total liabilities and net assets/fund balances (see instructions)	20,488,550.	26,226,890.		

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	20,488,550.
2	Enter amount from Part I, line 27a	2	5,738,520.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	26,227,070.
5	Decreases not included in line 2 (itemize) ATCH 12	5	180.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	26,226,890.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0- or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,242,734.
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	0

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	1,285,853.	21,919,526.	0.058662
2010	902,334.	25,276,344.	0.035699
2009	494,849.	18,351,147.	0.026966
2008	304,956.	20,284,772.	0.015034
2007	801,888.	15,698,812.	0.051080
2	Total of line 1, column (d)		2 0.187441
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 0.037488
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5		4 22,240,769.
5	Multiply line 4 by line 3		5 833,762.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 15,905.
7	Add lines 5 and 6		7 849,667.
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 2,411,539.

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 calculations. Includes categories like 'Exempt operating foundations', 'Tax under section 511', 'Credits/Payments', and 'Total credits and payments'. Values include 15,905, 21,680, 5,000, 26,680, and 10,775.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, 'Yes', and 'No'. Questions cover political activities, tax on political expenditures, and reporting requirements. 'Yes' is marked for 1a, 1b, 1c, 2, 3, 4a, 4b, 5, 6, 7, 8b, 9, and 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) 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of ANCHIN BLOCK & ANCHIN LLP Telephone no 212-840-3456
Located at 1375 BROADWAY NEW YORK, NY ZIP+4 10018
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 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? 16 Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-221 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? Yes X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) Yes X 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)? 1b
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? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? 4b X

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

5a During the year did the foundation pay or incur any amount to... (1) Carry on propaganda... (2) Influence the outcome of any specific public election... (3) Provide a grant to an individual for travel... (4) Provide a grant to an organization other than a charitable... (5) Provide for any purpose other than religious... 5b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify... 6a Did the foundation, during the year, receive any funds... 6b Did the foundation, during the year, pay premiums... 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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).

Table with 5 columns: (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. Row 1: ATCH 13, 0, 0, 0.

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

Table with 5 columns: (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. Row 1: NONE.

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE ----- -----		0
----- -----		
----- -----		
----- -----		
----- -----		

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE ----- -----	
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	22,042,933.
b	Average of monthly cash balances	1b	536,528.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	22,579,461.
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	22,579,461.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	338,692.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	22,240,769.
6	Minimum investment return. Enter 5% of line 5	6	1,112,038.

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	1,112,038.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	15,905.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	15,905.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,096,133.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,096,133.
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	1,096,133.

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	2,411,539.
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	2,411,539.
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	15,905.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,395,634.

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				1,096,133.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			974,500.	
b Total for prior years 20 10, 20 09, 20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 2,411,539.				
a Applied to 2011, but not more than line 2a			974,500.	
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				1,096,133.
e Remaining amount distributed out of corpus	340,906.			
5 Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	340,906.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	340,906.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012	340,906.			

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))

JANET ROSS

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 Paid during the year SEE ATTACHED SCHEDULE	NONE		CHARITABLE	2,369,820.
Total				3a 2,369,820.
b Approved for future payment				
Total				3b

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include categories like Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, etc.

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes.

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

2012

Name of the organization J & AR FOUNDATION	Employer identification number 13-6962028
--	---

Organization type (check one).

Filers of:

Section:

- Form 990 or 990-EZ
 - 501(c)() (enter number) organization
 - 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 - 527 political organization
- Form 990-PF
 - 501(c)(3) exempt private foundation
 - 4947(a)(1) nonexempt charitable trust treated as a private foundation
 - 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization J & AR FOUNDATION

Employer identification number
13-6962028

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ARTHUR ROSS FOUNDATION C/O ANCHIN 1375 BROADWAY NEW YORK, NY 10018	\$ 3,480,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	ARTHUR ROSS FOUNDATION C/O ANCHIN 1375 BROADWAY NEW YORK, NY 10018	\$ 2,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	ARTHUR ROSS FOUNDATION C/O ANCHIN 1375 BROADWAY NEW YORK, NY 10018	\$ 1,065,747.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
4	ARTHUR ROSS FOUNDATION C/O ANCHIN 1375 BROADWAY NEW YORK, NY 10018	\$ 13,662.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
5	ARTHUR ROSS FOUNDATION C/O ANCHIN 1375 BROADWAY NEW YORK, NY 10018	\$ 29,736.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization J & AR FOUNDATION

Employer identification number

13-6962028

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
4	NCH-1988-3332 ----- .002358% PARTNERSHIP INTEREST ----- -----	\$ 13,662.	12/31/2012
5	NCH-1988-3087 ----- .005131% PARTNERSHIP INTEREST ----- -----	\$ 29,736.	12/31/2012
-----	----- ----- ----- -----	\$ -----	-----
-----	----- ----- ----- -----	\$ -----	-----
-----	----- ----- ----- -----	\$ -----	-----
-----	----- ----- ----- -----	\$ -----	-----
-----	----- ----- ----- -----	\$ -----	-----

Name of organization J & AR FOUNDATION

Employer identification number

13-6962028

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
-----	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
-----	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
-----	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	

**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)	
5,134,323.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 3,891,740.				P	VAR 1,242,583.	VAR
		LT CAPITAL GAIN DISTRIBUTION				P	VAR 151.	VAR
TOTAL GAIN (LOSS)							<u>1,242,734.</u>	

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

ATTACHMENT 1

<u>NAME AND ADDRESS</u>	<u>DATE</u>	<u>DIRECT PUBLIC SUPPORT</u>
ARTHUR ROSS FOUNDATION C/O ANCHIN 1375 BROADWAY NEW YORK, NY 10018	12/21/2012	3,480,000.
ARTHUR ROSS FOUNDATION C/O ANCHIN 1375 BROADWAY NEW YORK, NY 10018	12/21/2012	2,000,000.
ARTHUR ROSS FOUNDATION C/O ANCHIN 1375 BROADWAY NEW YORK, NY 10018	12/27/2012	1,065,747.
ARTHUR ROSS FOUNDATION C/O ANCHIN 1375 BROADWAY NEW YORK, NY 10018	12/31/2012	13,662.
ARTHUR ROSS FOUNDATION C/O ANCHIN 1375 BROADWAY NEW YORK, NY 10018	12/31/2012	29,736.
<u>TOTAL CONTRIBUTION AMOUNTS</u>		<u>6,589,145.</u>

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST DIVIDENDS	113,626. 406,228.	113,626. 406,228.
TOTAL	<u>519,854.</u>	<u>519,854.</u>

ATTACHMENT 3

FORM 990PF, PART I - LEGAL 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>
CRAVATH, SWAINE, & MOORE LP	5,000.	3,333.		1,667.
TOTALS	<u>5,000.</u>	<u>3,333.</u>		<u>1,667.</u>

ATTACHMENT 4

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>
ANCHIN, BLOCK & ANCHIN LLP	9,765.	6,510.		3,255.
TOTALS	<u>9,765.</u>	<u>6,510.</u>		<u>3,255.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT ADVISORY FEES	155,292.	155,292.
TOTALS	<u>155,292.</u>	<u>155,292.</u>

ATTACHMENT 6

FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST ON DEBIT BALANCE	255.	255.
TOTALS	<u>255.</u>	<u>255.</u>

ATTACHMENT 7

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES WITHHELD	6,671.	6,671.
FEDERAL EXCISE TAX	29,613.	
TOTALS	<u>36,284.</u>	<u>6,671.</u>

ATTACHMENT 8

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
NEW YORK FILING FEE	750.
INSURANCE	572.
PAYROLL FEES	2,752.
OFFICE EXPENSES	94.
TOTALS	<u>4,168.</u>

<u>CHARITABLE PURPOSES</u>
750.
572.
2,752.
94.
<u>4,168.</u>

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE ATTACHED SCHEDULE			
FIRST MANHATTAN	10,789,227.	10,086,677.	11,399,485.
BROWN BROTHERS	6,821,082.	6,281,735.	7,473,706.
TOTALS	<u>17,610,309.</u>	<u>16,368,412.</u>	<u>18,873,191.</u>

ATTACHMENT 10

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
TRENWICK AMERICAN SR NOTES DUE 08-15-12	1,629.	1,629.	
TRENWICK AMERICAN JR NOTES DUE 02-15-13	1,629.	1,629.	174.
BROWN BROTHERS	2,385,364.	2,357,155.	2,593,732.
TOTALS	<u>2,388,622.</u>	<u>2,360,413.</u>	<u>2,593,906.</u>

ATTACHMENT 11

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
NCH-1988-3332		13,662.	13,662.
NCH-1988-3087		29,736.	29,736.
TOTALS		<u>43,398.</u>	<u>43,398.</u>

ATTACHMENT 12

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
NONDEDUCTIBLE CONTRIBUTIONS	180.
TOTAL	<u>180.</u>

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

ATTACHMENT 13

<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>
JANET C. ROSS C/O ANCHIN BLOCK & ANCHIN LLP 1375 BROADWAY NEW YORK, NY 10018	TRUSTEE 5.00	0	0	0
GEORGE J. GILLESPIE, III C/O CRAVATH, SWAINE & MOORE 825 EIGHTH AVE. NEW YORK, NY 10019	TRUSTEE 1.00	0	0	0
<u>GRAND TOTALS</u>		<u>0</u>	<u>0</u>	<u>0</u>

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Information about Schedule D (Form 1041) and its separate instructions is at
www.irs.gov/form1041.

OMB No 1545-0092

2012

Name of estate or trust

J & AR FOUNDATION

Employer identification number

13-6962028

Note: Form 5227 filers need to complete *only* Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	1,242,734.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	1,242,734.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		1,242,734.
14	Net long-term gain or (loss):			
a	Total for year	14a		
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14	15		1,242,734.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000	16	()
-----------	---	-----------	-----

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col. (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,400	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23.	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (15)	30	
31	Figure the tax on the amount on line 23 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

J & AR Foundation	
Contributions Made	
For the year ended Dec 31, 2012	
Donee	Amount
564 Park Avenue Preservation Foundation	10,000.00
7 West 43d Street Foundation	1,000.00
Alzheimer's Association, NYC Chapter	1,000.00
Alzheimer's Drug Discovery Foundation	3,000.00
American Friends of Jamaica	1,000.00
American Museum of Natural History	6,000.00
Annie Tinker Association for Women	1,000.00
Asia Society	34,820.00
Barnard College	1,000.00
Central Park Conservancy	12,500.00
Century Association Archives Foundation	1,000.00
Chess-in-the-Schools	500.00
CIVITAS	1,000.00
Cooper Hewitt, National Design Museum	925,000.00
Doctors Without Borders USA	1,000.00
East End Hospice, Inc.	5,000.00
East Hampton Day Care Learning Center	500.00
East Hampton Healthcare Foundation	10,000.00
East Hampton Library	1,000,000.00
Family Services of Westchester Inc.	1,000.00
FINCA International	1,000.00
French American Cultural Exchange	15,000.00
Global Kids	1,000.00
Group for the East End	1,000.00
Guild Hall of East Hampton, Inc.	5,000.00
Historic House Trust of New York	500.00
Institute of Classical America and Art	25,000.00
Institute of International Education	2,000.00
International Women's Health Coalition	500.00
International Rescue Committee	10,000.00
Ladies Village Improvement Society	2,000.00
Lighthouse International	1,000.00
Madison Square Boys & Girls Club	6,000.00
Municipal Art Society	100,000.00
National Institute of Social Sciences	1,000.00
New York Restoration Fund	1,000.00
New York Restoration Project	1,000.00
New Yorkers for Parks	1,000.00
Park Avenue Armory	100,000.00
Peconic Land Trust	5,000.00
Playwright's Horizon	1,000.00
Preservation League of New York	5,000.00
Queen Sofia Spanish Institute	1,000.00
Rockefeller University	1,000.00
The MacDowell Colony	1,000.00
The National Trust for Scotland Foundation USA	1,000.00
The Neptune Foundation, Inc.	2,500.00
The New York Botanical Garden	36,000.00
The Salvation Army	1,000.00
UNF/UNA-USA	18,500.00
United States Department of State	1,500.00
Young Concert Artists, Inc.	5,000.00
Total	<u>2,369,820.00</u>



BROWN
BROTHERS
HARRIMAN

STATEMENT OF ACCOUNT

Statement Period 12/01/2012 through 12/31/2012
Account Number 1015012762
J & AR FOUNDATION

Schedule Of Investments

UNITS/SHARES	DESCRIPTION	UNIT PRICE	MKT VALUE	UNIT COST	COST	ACCR INC	UNREAL EST ANN GAIN/LOSS	YTM	% GRP	% MKT
	CASH									
	PENDING CASH		1.56				0		0.00	0.00
	CASH									
	DUE FROM BROKERS		43,862.97				0		53.15	0.42
	ACCRUED INCOME		38,659.22				0		46.85	0.37
	TOTAL PENDING CASH		82,523.75		0.00		0		100.00	0.79
	TRANSACTIONAL CASH									
402,809.83	BBH MONEY MARKET FUND REGULAR	1.00	402,809.83	1.00	402,809.83	0	0	40	100.00	3.82
	TOTAL TRANSACTIONAL CASH		402,809.83		402,809.83		0	40	100.00	3.82
	TOTAL CASH		485,333.58		402,809.83		0	40	100.00	4.61
	FIXED INCOME									
	TAXABLE BONDS									
	CORPORATE BONDS									
225,000	VERIZON COMMUNICATIONS INC 5.5% 04/01/2017 DUR: 3.82 YRS CY: 4.69%	117.35	264,037.50	107.22	241,254.00	3,094	22,784	12,375	1.29	11.69
250,000	TIME WARNER CABLE INC 5.85% 05/01/2017 DUR: 3.87 YRS CY: 4.95%	118.132	295,330.00	107.46	268,637.50	2,438	26,683	14,625	1.51	13.07
250,000	WELLPOINT INC 5.875% 08/15/2017 DUR: 3.99 YRS CY: 4.95%	118.688	296,720.00	107.81	269,770.00	653	26,950	14,688	1.52	13.13

**BROWN
BROTHERS
HARRIMAN**

STATEMENT OF ACCOUNT

Statement Period 12/01/2012 through 12/31/2012
 Account Number 1015012762
 J & AR FOUNDATION

Schedule Of Investments

UNITS/SHARES	DESCRIPTION	UNIT PRICE	MKT VALUE	UNIT COST	COST	ACCR INC	UNREAL GAIN/LOSS	EST ANN INCOME	YTM	% GRP	% MKT
250,000	JPMORGAN CHASE & CO 6% 01/15/2018 DUR: 4.34 YRS CY: 5.01%	118.719	299,297.50	108.24	270,587.50	6,917	28,710	15,000	1.88	13.25	2.84
225,000	JOHN DEERE CAPITAL CORP 5.35% 04/03/2018 DUR: 4.63 YRS CY: 4.48%	119.331	268,494.75	107.10	240,877.25	2,943	27,518	12,038	1.51	11.88	2.54
225,000	PHILIP MORRIS INTERNATIONAL 5.65% 05/16/2018 DUR: 4.72 YRS CY: 4.66%	121.239	272,787.75	107.87	242,712.00	1,589	30,076	12,713	1.52	12.07	2.58
225,000	AT&T INC 5.8% 02/15/2019 DUR: 5.20 YRS CY: 4.73%	122.703	276,081.75	106.75	240,178.50	4,930	35,903	13,050	1.86	12.22	2.62
250,000	GOLDMAN SACHS GROUP INC 5.375% 03/15/2020 DUR: 5.98 YRS CY: 4.69%	114.603	286,507.50	99.04	247,597.50	3,957	38,910	13,438	3.10	12.68	2.71
	TOTAL CORPORATE BONDS		2,259,256.75		2,021,714.25		237,544	107,927		100.00	21.40
	TOTAL TAXABLE BONDS		2,259,256.75		2,021,714.25		237,544	107,927		100.00	21.40
	STRATEGIC RESERVES										
	FIXED INCOME MUTUAL FUNDS										
32,161.127	BBH LIMITED DURATION FUND CL N	10.40	334,475.72	10.43	335,440.55	0	965-	5,326		100.00	3.17
	TOTAL FIXED INCOME MUTUAL FUNDS		334,475.72		335,440.55		965-	5,326		100.00	3.17
	TOTAL STRATEGIC RESERVES		334,475.72		335,440.55		965-	5,326		100.00	3.17
	TOTAL FIXED INCOME		2,593,732.47		2,357,154.80		236,579	113,253		100.00	24.57

BROWN
BROTHERS
HARRIMAN
STATEMENT OF ACCOUNT

 Statement Period 12/01/2012 through 12/31/2012
 Account Number 1015012762
 J & AR FOUNDATION

Page 5

Schedule Of Investments

UNITS/SHARES	DESCRIPTION	UNIT PRICE	MKT VALUE	UNIT COST	COST	ACCR INC	UNREAL GAIN/LOSS	EST ANN INCOME	YTM	% GRP	% MKT
EQUITY											
US LARGE CAP EQUITY											
CONSUMER DISCRETIONARY											
1,700	BED BATH & BEYOND INC	55.91	95,047.00	57.29	97,385.88	0	2,339-	0		1.38	0.90
8,000	COMCAST CORP CL A	37.36	298,880.00	18.03	144,240.00	1,300	154,640	5,200		4.34	2.83
9,812	LIBERTY INTERACTIVE A	19.68	193,100.16	12.92	126,799.13	0	66,301	0		2.81	1.83
4,400	TARGET CORP	59.17	260,348.00	49.38	217,263.12	0	43,085	6,336		3.78	2.47
TOTAL CONSUMER DISCRETIONARY											
			847,375.16		585,688.13		261,687	11,536		100.00	8.03
CONSUMER STAPLES											
700	ANHEUSER-BUSCH INBEV SPN ADR	87.41	61,187.00	49.63	34,744.43	0	26,443	905		0.89	0.58
1,800	DIAGEO PLC- SPONSORED ADR	116.58	208,844.00	66.85	120,336.12	0	89,508	4,993		3.05	1.99
6,000	NESTLE S A SPONS ADR	65.17	391,020.00	50.93	305,574.46	0	85,446	10,632		5.68	3.71
2,700	PEPSICO INC	68.43	184,761.00	65.85	177,806.53	1,451	6,954	5,805		2.69	1.75
1,900	WAL-MART STORES INC	68.23	129,637.00	55.78	105,979.00	0	23,658	3,021		1.88	1.23
TOTAL CONSUMER STAPLES											
			976,449.00		744,440.54		232,009	25,356		100.00	9.26
ENERGY											
1,800	EOG RESOURCES INC	120.79	217,422.00	93.01	167,417.27	0	50,005	1,224		3.16	2.06
2,300	OCCIDENTAL PETROLEUM CORP	76.61	176,203.00	83.64	192,367.59	0	16,165-	4,988		2.56	1.67
5,600	SOUTHWSTN ENERGY CO	33.41	187,086.00	36.83	206,238.05	0	19,142-	0		2.72	1.77
TOTAL ENERGY											
			580,721.00		566,022.91		14,698	6,192		100.00	5.50

BROWN
BROTHERS
HARRIMAN
STATEMENT OF ACCOUNT

Page 6

 Statement Period 12/01/2012 through 12/31/2012
 Account Number 1015012762
 J & AR FOUNDATION

Schedule Of Investments

UNITS/SHARES	DESCRIPTION	UNIT PRICE	MKT VALUE	UNIT COST	COST	ACCR INC	UNREAL EST ANN GAIN/LOSS	YTM	% GRP	% MKT
FINANCIALS										
5,300	BERKSHIRE HATHAWAY INC-CL B	89.70	475,410.00	81.55	432,203.35	0	43,207	0	6.91	4.51
4,300	CHUBB CORP	75.32	323,876.00	51.95	223,403.96	1,763	100,472	7,052	4.71	3.07
11,500	PROGRESSIVE CORP OHIO	21.10	242,650.00	18.70	215,042.82	0	27,607	4,681	3.53	2.30
12,800	U S BANCORP	31.94	408,832.00	25.13	321,631.73	2,496	87,200	9,984	5.94	3.87
8,000	WELLS FARGO & CO	34.18	273,440.00	31.13	249,040.58	0	24,399	7,040	3.97	2.59
	TOTAL FINANCIALS		1,724,208.00		1,441,322.44		282,885	28,757	100.00	16.34
HEALTHCARE										
4,500	BAXTER INTL INC	66.66	299,970.00	46.35	208,596.21	2,610	91,374	8,100	4.36	2.84
5,300	DENTSPLY INTL INC	39.61	209,933.00	33.61	178,127.93	292	31,805	1,166	3.05	1.98
2,000	JOHNSON & JOHNSON	70.10	140,200.00	65.24	130,472.00	0	9,728	4,880	2.04	1.33
5,200	NOVARTIS AG - ADR	63.30	329,160.00	54.05	281,041.84	0	48,118	10,951	4.78	3.12
2,000	HENRY SCHEIN INC COM STK	80.42	160,840.00	63.53	127,054.52	0	33,785	0	2.34	1.52
	TOTAL HEALTHCARE		1,140,103.00		925,292.60		214,810	25,097	100.00	10.80
INDUSTRIALS										
6,700	WASTE MANAGEMENT INC	33.74	226,058.00	34.58	231,684.83	0	5,627.	9,514	3.29	2.14
	TOTAL INDUSTRIALS		226,058.00		231,684.83		5,627.	9,514	100.00	2.14
INFORMATION TECHNOLOGY										
3,100	AUTOMATIC DATA PROCESSING INC	56.93	176,483.00	43.54	134,964.70	1,349	41,518	5,394	2.57	1.67
11,000	DELL INC	10.14	111,540.00	13.46	148,047.90	880	36,508.	3,520	1.62	1.06
3,208	EBAY INC	50.9877	163,600.62	21.69	69,571.98	0	94,029	0	2.38	1.55

**BROWN
BROTHERS
HARRIMAN**

STATEMENT OF ACCOUNT

Statement Period: 12/01/2012 through 12/31/2012
 Account Number: 1015012762
 J & AR FOUNDATION

Schedule Of Investments

UNITS/SHARES	DESCRIPTION	UNIT PRICE	MKT VALUE	UNIT COST	COST	ACCR INC	UNREAL GAIN/LOSS	EST ANN INCOME	YTM	% GRP	% MKT
450	GOOGLE INC CL A	707.38	318,321.00	591.48	266,164.90	0	52,156	0		4.63	3.02
6,600	MICROSOFT CORP	26.7097	176,284.02	28.99	191,318.54	0	15,035-	6,072		2.56	1.67
3,600	QUALCOMM INC	61.8596	222,694.56	59.67	214,823.36	0	7,871	3,600		3.24	2.11
	TOTAL INFORMATION TECHNOLOGY		1,168,923.20		1,024,891.38		144,031	18,586		100.00	11.08
	MATERIALS										
2,406	CELANESE CORP SERIES A	44.53	107,139.18	43.11	103,724.65	0	3,415	722		1.56	1.02
1,000	PRAXAIR INC	109.45	109,450.00	103.88	103,884.41	0	5,566	2,200		1.59	1.04
	TOTAL MATERIALS		216,589.18		207,609.06		8,981	2,922		100.00	2.06
	TOTAL US LARGE CAP EQUITY		6,860,426.54		5,726,951.89		1,153,474	127,960		100.00	65.21
	NON-US DEVELOPED EQUITY										
	BBH INTERNATIONAL EQ FUNDS										
44,742.026	BBH INTERNATIONAL EQUITY FUND CL N	13.26	593,279.26	12.40	554,782.79	0	38,496	14,854		100.00	5.62
	TOTAL BBH INTERNATIONAL EQ FUNDS		593,279.26		554,782.79		38,496	14,854		100.00	5.62
	TOTAL NON-US DEVELOPED EQUITY		593,279.26		554,782.79		38,496	14,854		100.00	5.62
	TOTAL EQUITY		7,473,705.80		6,281,734.68		1,191,970	142,814		100.00	70.83
	Total Assets		10,552,771.85		9,041,699.31		1,428,549	256,107		100.00	100.00
	TOTAL TRADITIONAL INVESTMENTS		10,552,771.85		9,041,699.31		1,428,549	256,107		100.00	100.00

J & AR FOUNDATION
Portfolio Appraisal - First Manhattan
31-Dec-12

<u>Shares</u>	<u>Security Description</u>	<u>Unit Cost</u>	<u>Orig. Cost</u>	<u>MKT Price</u>	<u>Market Value</u>
COMMON STOCKS					
12,500.00000	TE CONNECTIVITY LTD REG SHS	32.68	408,534.55	37.12	464,000.00
8,000.00000	AGILENT TECHNOLOGIES INC COM	27.35	218,778.80	40.94	327,520.00
13,500.00000	AIR PRODUCTS & CHEMICALS INC	79.86	1,078,109.65	84.02	1,134,270.00
24,200.00000	BAKER HUGHES INC	45.80	1,108,471.81	40.85	988,514.34
17,500.00000	DEVON ENERGY CORP NEW COM	67.06	1,173,617.95	52.04	910,700.00
10,000.00000	EQT CORPORATION COM	44.27	442,683.30	58.98	589,800.00
15,500.00000	FEDEX CORP COM	85.43	1,324,159.26	91.72	1,421,660.00
4,000.00000	HOME DEPOT INC	31.87	127,497.88	61.85	247,400.00
3,000.00000	LENNOX INTL INC COM	33.56	100,693.20	52.52	157,560.00
39,700.00000	LOWE'S COMPANIES INC	24.50	972,690.86	35.52	1,410,144.00
600.00000	MOHAWK IND	69.36	41,615.64	90.47	54,282.00
2,200.00000	MOLEX INC	21.32	46,906.42	27.33	60,126.00
7,600.00000	PERKINELMER INC COM	20.45	155,436.18	31.74	241,224.00
2,000.00000	PRAXAIR INC	77.99	155,974.40	109.45	218,900.00
8,500.00000	SOUTHWEST AIRLINES CO	8.97	76,205.90	10.24	87,040.00
2,000.00000	SOUTHWESTERN ENERGY CO	33.18	66,359.80	33.41	66,820.00
12,500.00000	3M CO COM	79.76	997,052.15	92.85	1,160,625.00
15,000.00000	UNITED PARCEL SVC INC CL B	72.54	1,088,092.59	73.73	1,105,950.00
7,400.00000	WHIRLPOOL CORP.	68.08	503,797.32	101.75	752,950.00
	Group Total		<u>10,086,677.66</u>		<u>11,399,485.34</u>

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 <small>File by the due date for filing your return. See instructions.</small>	Name of exempt organization or other filer, see instructions J & AR FOUNDATION	Employer identification number (EIN) or 13-6962028
	Number, street, and room or suite no. If a P O box, see instructions C/O ANCHIN - 1375 BROADWAY	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10018-7001	

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 ▶ ANCHIN BLOCK & ANCHIN LLP

Telephone No. ▶ 212 840-3456 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, 20 13, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ▶ **X** 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 \$	26,690.
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 \$	21,680.
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 \$	5,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

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

- 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 <small>File by the due date for filing your return. See instructions.</small>	Name of exempt organization or other filer, see instructions. J & AR FOUNDATION	Enter filer's identifying number, see instructions Employer identification number (EIN) or 13-6962028
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O ANCHIN - 1375 BROADWAY	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10018-7001	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 1 2 3 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 **ANCHIN BLOCK & ANCHIN LLP**
Telephone No. **212 840-3456** 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.

- I request an additional 3-month extension of time until 11/15, 2013
- For calendar year 2012, or other tax year beginning , 20 , and ending , 20
- If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return Change in accounting period
- State in detail why you need the extension **ALL OF THE INFORMATION REQUIRED TO FILE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE**

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 \$
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 \$
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 \$

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