



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



Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012
Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation ABRAHAM AND MILDRED GOLDSTEIN CHARITABLE TRUST % C/O WITHUMSMITHBROWN PC		A Employer identification number 13-7061296	
Number and street (or P O box number if mail is not delivered to street address) C/O WITHUMSMITHBROWN PC 1411 BROA 1411 BROADWAY Suite 9TH FL		B Telephone number (see instructions) (212) 751-9100	
City or town, state, and ZIP code NEW YORK, NY 10018		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 15,734,421		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) <u> </u> (Part I, column (d) must be on cash basis.)			

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)	0			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	550,471	550,471		
	4 Dividends and interest from securities.	115,633	115,633		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	254,048			
	b Gross sales price for all assets on line 6a <u>2,874,727</u>				
	7 Capital gain net income (from Part IV, line 2)		254,048		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	920,152	920,152		
	13 Compensation of officers, directors, trustees, etc	75,727	37,864		37,863
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	5,377	0	0	5,377
	b Accounting fees (attach schedule)	791	0	0	791
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	45,000			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	32,229	32,229		
	24 Total operating and administrative expenses. Add lines 13 through 23	159,124	70,093	0	44,031
	25 Contributions, gifts, grants paid	1,435,000			1,435,000
	26 Total expenses and disbursements. Add lines 24 and 25	1,594,124	70,093	0	1,479,031
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-673,972			
	b Net investment income (if negative, enter -0-)		850,059		
	c Adjusted net income (if negative, enter -0-)				

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	1,326,125	383,852	383,852
	2	Savings and temporary cash investments			
	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 page 15 of the 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			
	10a	Investments—U S and state government obligations (attach schedule)	6,916,262	<input checked="" type="checkbox"/> 8,268,632	10,209,993
	b	Investments—corporate stock (attach schedule)	3,851,186	<input checked="" type="checkbox"/> 3,066,905	3,642,090
	c	Investments—corporate bonds (attach schedule).	1,513,347	<input checked="" type="checkbox"/> 1,213,559	1,498,486
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	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)	13,606,920	12,932,948	15,734,421	
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	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	13,606,920	12,932,948	
	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 page 17 of the instructions)	13,606,920	12,932,948	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	13,606,920	12,932,948		

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	13,606,920
2	Enter amount from Part I, line 27a	2	-673,972
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	12,932,948
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	12,932,948

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 Additional Data Table			
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 See Additional Data Table			
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 See Additional Data Table			
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	254,048
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 page 18 of 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	1,204,870	14,735,934	0 081764
2010	543	11,162	0 048647
2009	0	11,084	0 0
2008	998	10,952	0 091125
2007	1,498	10,790	0 138832

2	Total of line 1, column (d).	2	0 360368
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 072074
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	15,548,357
5	Multiply line 4 by line 3.	5	1,120,632
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	8,501
7	Add lines 5 and 6.	7	1,129,133
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	1,479,031

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	8,501
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3		Add lines 1 and 2.		3	8,501
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	8,501
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	35,230	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	35,230
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	26,729
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/> 26,729	Refunded <input type="checkbox"/>	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? <input checked="" type="checkbox"/>		Yes	No
	1a			No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	1b			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes <input checked="" type="checkbox"/>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T. <input checked="" type="checkbox"/>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	• By language in the governing instrument, or			
	• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> NY _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶CO WITHUMSMITHBROWN PC Telephone no ▶ Located at ▶1411 BROADWAY 9TH FL 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 ▶ <input type="checkbox"/> 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?	16		No
See 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.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?.	1c		No
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?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
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		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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))?

YesNo

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

YesNo

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

YesNo

(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).

YesNo

(5)

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

YesNo

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)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

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

YesNo

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?

YesNo

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

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?

YesNo

b

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

7b

Part VIII

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

1

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HIRSCHELL LEVINE	TRUSTEE	18,932	0	0
C/O WITHUMSMITHBROWN PC 1411 BROA NEW YORK, NY 10018	0 0			
KIM BAPTISTE	TRUSTEE	18,932	0	0
919 THIRD AVENUE NEW YORK, NY 10022	0 0			
KAREN FERBER	TRUSTEE	18,932	0	0
C/O WITHUMSMITHBROWN PC 1411 BROA NEW YORK, NY 10018	0 0			
FREDERICKA STILMAN	TRUSTEE	18,931	0	0
C/O WITHUMSMITHBROWN PC 1411 BROA NEW YORK, NY 10018	0 0			

2

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

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

Form 990-PF (2012)

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

Total number of others receiving over \$50,000 for professional services.	0
--	---

Part IX-B Summary of Program-Related Investments (see instructions)

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	15,270,949
b	Average of monthly cash balances.	1b	514,185
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	15,785,134
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	0
3	Subtract line 2 from line 1d.	3	15,785,134
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	236,777
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	15,548,357
6	Minimum investment return. Enter 5% of line 5.	6	777,418

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	777,418
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	8,501
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	8,501
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	768,917
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	768,917
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	768,917

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	1,479,031
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,479,031
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	8,501
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,470,530
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				768,917
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.				
b Total for prior years 2010 , 2009 , 2008				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011. 487,026				
f Total of lines 3a through e.	487,026			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 1,479,031				
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.				768,917
e Remaining amount distributed out of corpus	710,114			
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	1,197,140			
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				0
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	1,197,140			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . . 487,026				
e Excess from 2012. . . . 710,114				

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

b

List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

The name, address, and telephone number 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,435,000
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	550,471	
4 Dividends and interest from securities.			14	115,633	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	254,048	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. . .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e). . .				920,152	
13 Total. Add line 12, columns (b), (d), and (e).				920,152	920,152

[illegible]

Part XVII

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

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1

Cash.

1a(1)

No

2

Other assets.

1a(2)

No

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

1b(1)

No

2

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

3

Rental of facilities, equipment, or other assets.

1b(3)

No

4

Reimbursement arrangements.

1b(4)

No

5

Loans or loan guarantees.

1b(5)

No

6

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

d

If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a

Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐

Yes

☒

No

b

If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

2013-11-15

Signature of officer or trustee

Date

Title

May the IRS discuss this return with the preparer shown below (see instr.)?

☒

Yes

☐

No

Paid Preparer Use Only

Print/Type preparer's name

ALFRED LAROSA CPA

Preparer's Signature

ALFRED LAROSA CPA

Date

Check if self-employed

☐

PTIN

Firm's name

WITHUMSMITHBROWN PC

1411 BROADWAY 9TH FLOOR

Firm's address

NEW YORK, NY 10018

Firm's EIN

Phone no.

(212) 751-9100

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
800 KELLOGG		2011-01-28	2012-01-04
1,500 US BANCORP		2011-01-28	2012-01-04
150 JOHNSON & JOHNSON		2011-01-28	2012-01-30
200 3M		2011-01-28	2012-02-07
500 TYCO		2011-01-28	2012-02-08
200 AMEX		2011-01-28	2012-02-08
300 CBS		2011-01-28	2012-02-08
500 CVS		2011-01-28	2012-02-08
200 CONOCOPHILIPS		2011-01-28	2012-02-08
700 GENERAL ELECTRIC		2011-01-28	2012-02-08
100 IBM		2011-01-28	2012-02-08
150 JOHNSON & JOHNSON		2011-01-28	2012-02-08
300 MCDONALDS		2011-01-28	2012-02-08
500 MICROSOFT		2011-01-28	2012-02-08
400 NESTLE		2011-01-28	2012-02-08
300 PHILIP MORRIS		2011-01-28	2012-02-08
400 PROCTOR & GAMBLE		2011-01-28	2012-02-08
150 UNITED TECH		2011-01-28	2012-02-08
200 BERKSHIRE HATHAWAY		2011-01-28	2012-03-12
200 CBS		2011-01-28	2012-03-12
500 GENERAL ELECTRIC		2011-01-28	2012-03-12
300 KRAFT		2011-01-28	2012-03-12
400 MICROSOFT		2011-01-28	2012-03-12
100 3M		2011-01-28	2012-03-12
100 UNITED TECH		2011-01-28	2012-03-19
400 SUNTRUST		2012-01-04	2012-03-23
300 PHILLIPS 66		2011-01-28	2012-05-17
500 BECTON DICKINSON		2011-01-28	2012-06-06
600 PROCTOR & GAMBLE		2011-01-28	2012-06-29
200 CBS		2011-01-28	2012-07-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
800 CBS		2011-01-28	2012-09-24
PENTAIR			2012-10-04
KRAFT			2012-10-05
500 SUNTRUST		2012-01-04	2012-10-15
350 ADT		2011-01-28	2012-10-23
300 BAYERISCHE		2011-07-07	2012-01-19
500 FLOWSERVE		2011-01-27	2012-03-06
1,500 CRACKER BARREL		2011-12-27	2012-03-07
1,500 FAMILY DOLLAR STORES		2011-12-27	2012-03-07
50 3M		2011-01-27	2012-03-07
300 MEDCO		2011-01-27	2012-04-03
1,500 CRACKER BARREL		2011-12-27	2012-06-12
800 MAXIMUS		2011-03-22	2012-07-05
500 HONEYWELL		2011-01-27	2012-07-18
300 HASBRO		2011-04-01	2012-07-23
300 FAMILY DOLLAR STORES		2011-12-27	2012-07-26
500 HEWLETT PACKARD		2011-01-27	2012-07-26
100 PHILLIPS 66		2011-03-24	2012-07-26
1,000 AUTOLIV		2011-01-27	2012-08-10
1,000 ATLAS AIR WORLD		2011-10-10	2012-08-22
1,000 DUKE ENERGY		2011-01-27	2012-10-12
1,500 GENERAL ELECTRIC		2011-01-27	2012-10-19
400 CUMMINS		2011-08-22	2012-12-18
105 3M		2011-10-13	2012-01-26
602 WILLIAMS COMPANIES		2011-09-09	2012-01-06
255 INGERSOLL RAND		2011-09-09	2012-02-10
WPX ENERGY			2012-02-09
80 DEVON ENERGY CORP		2011-09-09	2012-03-05
150 HOSPIRA		2012-01-25	2012-03-19
285 METLIFE		2011-06-29	2012-03-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
140 CITIGROUP		2011-09-09	2012-03-28
331 INGERSOLL RAND		2011-09-09	2012-04-10
635 STAPLES		2011-09-09	2012-04-10
180 UPS		2011-09-09	2012-04-10
148 MOTOROLA		2011-09-09	2012-04-13
135 WILLIAMS COMPANIES		2011-09-09	2012-06-06
80 COCA COLA		2011-09-09	2012-07-09
75 FEDEX		2011-09-09	2012-07-20
365 PFIZER		2011-09-09	2012-07-20
230 DEVON ENERGY		2011-09-09	2012-09-06
353 WILLIAMS COMPANIES		2011-09-09	2012-10-15
220 CITIGROUP		2011-09-09	2012-10-19
300 YAHOO		2012-02-27	2012-10-23
65 3M		2011-09-09	2012-11-15
27 FACEBOOK		2012-05-17	2012-12-11
195 PLAINS EXPLORATION		2011-09-09	2012-12-11
FROM MORGAN STANLEY - SEE ATTACHED			
FROM MORGAN STANLEY - SEE ATTACHED			
FROM MORGAN STANLEY - SEE ATTACHED			
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
40,401		40,450	-49
40,275		33,385	6,890
9,677		8,704	973
17,391		16,723	668
25,184		18,247	6,937
10,297		8,364	1,933
8,625		4,193	4,432
21,616		14,358	7,258
13,987		10,978	3,009
13,209		10,763	2,446
19,326		12,775	6,551
9,772		8,705	1,067
29,732		21,587	8,145
15,027		12,228	2,799
22,930		20,156	2,774
22,802		15,487	7,315
25,100		23,981	1,119
12,093		10,552	1,541
15,568		15,380	188
5,778		2,795	2,983
9,202		7,688	1,514
11,268		8,834	2,434
12,567		9,782	2,785
8,465		8,362	103
8,631		7,035	1,596
9,738		7,098	2,640
9,241		7,894	1,347
35,899		35,343	556
35,394		35,971	-577
6,334		2,795	3,539

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
29,425		11,180	18,245
42			42
31			31
14,811		9,464	5,347
13,395		8,305	5,090
7,846		9,978	-2,132
56,232		47,998	8,234
82,466		76,465	6,001
83,331		88,160	-4,829
42,778		41,810	968
8,640		13,956	-5,316
89,173		76,465	12,708
42,157		31,148	11,009
29,033		20,558	8,475
10,542		14,223	-3,681
19,576		17,632	1,944
8,953		20,334	-11,381
3,586		3,661	-75
60,136		54,950	5,186
52,907		34,818	18,089
14,559		11,345	3,214
33,212		23,063	10,149
43,388		32,081	11,307
8,994		7,538	1,456
16,127		11,979	4,148
9,538		7,163	2,375
5			5
5,891		4,435	1,456
5,468		5,140	328
10,660		8,147	2,513

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,153		3,586	1,567
13,479		9,245	4,234
10,328		8,446	1,882
14,358		11,951	2,407
7,141		6,201	940
3,974		2,686	1,288
6,300		5,404	896
6,804		5,076	1,728
8,580		6,453	2,127
13,311		13,577	-266
12,543		7,024	5,519
7,941		5,635	2,306
4,735		4,451	284
5,732		4,666	1,066
735		1,026	-291
8,435		4,428	4,007
1,198,145		1,223,874	-25,729
121,177		129,812	-8,635
34,529		34,529	
			62,896

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-49
			6,890
			973
			668
			6,937
			1,933
			4,432
			7,258
			3,009
			2,446
			6,551
			1,067
			8,145
			2,799
			2,774
			7,315
			1,119
			1,541
			188
			2,983
			1,514
			2,434
			2,785
			103
			1,596
			2,640
			1,347
			556
			-577
			3,539

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			18,245
			42
			31
			5,347
			5,090
			-2,132
			8,234
			6,001
			-4,829
			968
			-5,316
			12,708
			11,009
			8,475
			-3,681
			1,944
			-11,381
			-75
			5,186
			18,089
			3,214
			10,149
			11,307
			1,456
			4,148
			2,375
			5
			1,456
			328
			2,513

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,567
			4,234
			1,882
			2,407
			940
			1,288
			896
			1,728
			2,127
			-266
			5,519
			2,306
			284
			1,066
			-291
			4,007
			-25,729
			-8,635

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WESTERN CONNECTICUT HEALTH NETWORK FDN 24 HOSPITAL AVENUE DANBURY,CT 06810	N/A	PUBLIC CHARITY	UNRESTRICTED GRANT	75,000
ALBERT EINSTEIN COLLEGE OF MEDICINE 1300 MORRIS PARK AVENUE BRONX,NY 10461	N/A	PUBLIC CHARITY	RESTRICTED GRANT	400,000
HORSE OF CONNECTICUT 43 WILBUR ROAD WASHINGTON,CT 06777	N/A	PUBLIC CHARITY	UNRESTRICTED GRANT	15,000
NEW MILFORD ANIMAL WELFARE SOCIETY 8 DODD ROAD NEW MILFORD,CT 06776	N/A	PUBLIC CHARITY	UNRESTRICTED GRANT	10,000
COLUMBIA UNIVERSITY 116TH BROADWAY NEWYORK,NY 10027	N/A	PUBLIC CHARITY	RESTRICTED GRANT	400,000
SOCIETY OF JEWISH SCIENCE 109 EAST 39TH STREET NEWYORK,NY 10016	N/A	PUBLIC CHARITY	UNRESTRICTED GRANT	250,000
AMERICAN SOCIETY FOR TECHNION 55 EAST 59TH STREET NEWYORK,NY 10022	N/A	PUBLIC CHARITY	UNRESTRICTED GRANT	25,000
MOUNT SINAI SCHOOL OF MEDICINE 1468 MADISON AVENUE NEWYORK,NY 10029	N/A	PUBLIC CHARITY	RESTRICTED GRANT	100,000
PACE UNIVERSITY LAW SCHOOL 78 NORTH BROADWAY WHITE PLAINS,NY 10603	N/A	PUBLIC CHARITY	UNRESTRICTED GRANT	35,000
FRIENDS OF THE ISRAEL DEFENSE FORCES 1430 BROADWAY NEWYORK,NY 10018	N/A	PUBLIC CHARITY	UNRESTRICTED GRANT	25,000
JEWISH NATIONAL FUND 42 EAST 69TH STREET NEWYORK,NY 10021	N/A	PUBLIC CHARITY	UNRESTRICTED GRANT	25,000
ROSIE'S KIDS 85-621 AVENIDA DE LA ROSA COACHELLA,CA 92236	N/A	PUBLIC CHARITY	UNRESTRICTED GRANT	25,000
CENTRAL PARK CONSERVANCY 14 E 60TH ST NEWYORK,NY 10022	N/A	PUBLIC CHARITY	UNRESTRICTED GRANT	25,000
BIRTHRIGHT ISRAEL FOUNDATION 33 E 33RD STREET NEWYORK,NY 10016	N/A	PUBLIC CHARITY	UNRESTRICTED GRANT	25,000
Total  3a				1,435,000

TY 2012 Accounting Fees Schedule

Name: ABRAHAM AND MILDRED GOLDSTEIN CHARITABLE
TRUST
EIN: 13-7061296

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	791			791

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: ABRAHAM AND MILDRED GOLDSTEIN CHARITABLE
TRUST
EIN: 13-7061296

**TY 2012 Investments Corporate
Bonds Schedule**

Name: ABRAHAM AND MILDRED GOLDSTEIN CHARITABLE
TRUST

EIN: 13-7061296

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	1,213,559	1,498,486

TY 2012 Investments Corporate
Stock Schedule

Name: ABRAHAM AND MILDRED GOLDSTEIN CHARITABLE
TRUST
EIN: 13-7061296

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	3,066,905	3,642,090

TY 2012 Investments Government Obligations Schedule

Name: ABRAHAM AND MILDRED GOLDSTEIN CHARITABLE
TRUST

EIN: 13-7061296

**US Government Securities - End of
Year Book Value:** 8,268,632

**US Government Securities - End of
Year Fair Market Value:** 10,209,993

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2012 Land, Etc. Schedule

Name: ABRAHAM AND MILDRED GOLDSTEIN CHARITABLE
TRUST

EIN: 13-7061296

TY 2012 Legal Fees Schedule

Name: ABRAHAM AND MILDRED GOLDSTEIN CHARITABLE
TRUST

EIN: 13-7061296

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	5,377			5,377

TY 2012 Other Expenses Schedule

Name: ABRAHAM AND MILDRED GOLDSTEIN CHARITABLE
TRUST

EIN: 13-7061296

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	31,276	31,276		
FOREIGN TAX WITHHELD	727	727		
FOREIGN FEES	205	205		
PRINTING	21	21		

TY 2012 Taxes Schedule

Name: ABRAHAM AND MILDRED GOLDSTEIN CHARITABLE
TRUST
EIN: 13-7061296

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	45,000			

CLIENT STATEMENT | For the Period December 1-31, 2012

Activity

Active Assets Account
615-113684-160
ABRAHAM & MILDRED GOLDSTEIN
CHARITABLE TRUST DTD 10/14/94

SECURITY ACTIVITY CORPORATE ACTIONS

Date	Activity Type	Description	Comments	Quantity
12/17	Exchange Delivered Out	FHR 2650 DB 5000 33FBRC	FULLY AMORTIZED	45,000 000

REALIZED GAIN/(LOSS) DETAIL LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
BAFC 2004-03 1A8 5 1/2 10-25-34	08/06/08	12/25/12	1,486 750	\$1,486.75	\$1,263.91	\$222.84	1 ADJUSTED 01/25/11
BAFC 2005-3 1A9 5 1/4 6-25-35	10/31/07	12/25/12	467 170	479.17	419.29	47.88	1 ADJUSTED 01/25/11
CWALT 06-19CB A32 6 1/2 8-25-36	09/19/06	12/25/12	779.092	779.09	774.32	4.77	1 ADJUSTED 01/25/11
	09/20/06	12/25/12	1,246.547	1,246.55	1,238.90	7.65	1 ADJUSTED 01/25/11
CWALT 06-31CB A7 6 000 11-25-36	05/14/10	12/25/12	681 220	681.22	354.60	326.62	1 ADJUSTED 05/05/11
CWHL 2003 39 A12 5 000 10-25-33	08/14/10	12/25/12	155.790	155.79	157.84	(2.05)	1 ADJUSTED 05/05/11
FHASI 2003-7 1A5 5 1/4 9-25-33	02/08/05	12/25/12	1,671 210	1,671.21	1,635.96	35.25	1 ADJUSTED 01/25/11
FHASI 2006-3 1A10 6 1/4 11-25-36	11/19/07	12/25/12	4,378.710	4,378.71	4,093.49	285.22	1 ADJUSTED 01/25/11
FHG 24 J 6 1/4 11-25-23	08/14/10	12/25/12	264.470	264.47	279.32	(14.85)	1 ADJUSTED 05/05/11
FHG 92 1407-PM 7 000 11-15-22	12/16/02	12/15/12	15 490	15.49	16.75	(1.26)	1 ADJUSTED 01/25/11
FHR 1714 K 7.000 4-15-24	10/22/09	12/15/12	1,755.200	1,755.20	1,894.94	(139.74)	1 ADJUSTED 01/25/11
FHR 2407 BJ 6 1/2 1-15-32	05/04/04	12/15/12	87 170	87.17	91.80	(4.63)	1 ADJUSTED 01/25/11
FHR 2513 DM 5 1/2 10-15-17	10/27/03	12/15/12	629.090	629.09	645.48	(16.39)	1 ADJUSTED 01/25/11
FHR 2542 DJ 5 1/2 12-15-22	03/17/10	12/15/12	3,063.380	3,063.38	3,254.84	(191.46)	
FHR 2650 DB 5 000 2-15-33	08/14/10	12/15/12	1,526.900	1,526.90	1,543.13	(16.23)	1 ADJUSTED 05/05/11
FHR 2778 BR 5 000 6-15-33	04/21/10	12/15/12	3,306.820	3,306.82	3,426.69	(119.87)	
FHR 2781 WC 5 1/2 4-15-34	10/27/08	12/15/12	2,842 130	2,842.13	2,743.24	98.89	1 ADJUSTED 01/25/11
FHR 2915 MQ 5 000 9-15-33	08/14/10	12/15/12	3,550.040	3,550.04	3,882.93	(332.89)	1 ADJUSTED 05/05/11
FHR 2982 JQ 5 1/2 1-15-34	08/14/10	12/15/12	2,767 150	2,767.15	3,016.44	(249.29)	1 ADJUSTED 05/05/11
FHR 3128 BE 5.000 5-15-33	08/14/10	12/15/12	3,904.000	3,904.00	4,255.44	(351.44)	1 ADJUSTED 05/05/11
FHR 3616 B 5 000 12-15-39	11/10/11	12/15/12	5,671 850	5,671.85	6,111.42	(439.57)	
FNMA 93 82-H 7 000 5-25-23	07/08/03	12/25/12	266 190	266.19	286.32	(20.13)	1 ADJUSTED 01/25/11
FNR G94 6 PY 7 3/4 5-17-24	11/19/02	12/17/12	312.760	312.76	358.82	(46.06)	1 ADJUSTED 01/25/11
FNR 1997 22 PC 4 1/2 3-18-27	11/17/03	12/18/12	254.560	254.56	258.70	(4.14)	1 ADJUSTED 01/25/11
FNR 2001 60 GK 6 000 11-25-31	08/30/04	12/25/12	446.480	446.48	469.72	(23.24)	1 ADJUSTED 01/25/11
FNR 2001-51 OD 6 1/2 10-25-31	11/25/03	12/25/12	521 450	521.45	550.68	(29.23)	1 ADJUSTED 01/25/11
FNR 2001-6 QD 6 1/2 3-25-31	10/27/09	12/25/12	118.720	118.72	127.22	(8.50)	1 ADJUSTED 01/25/11
FNR 2002 57 BP 6 000 9-25-32	06/20/05	12/25/12	634.000	634.00	650.30	(16.30)	1 ADJUSTED 01/25/11

CONTINUED

Activity

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

LONG-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
FNR 2002-58 PG	6 000 9-25-32	04/22/05	12/25/12	167.71	175.17	(7.46)	1 ADJUSTED 01/25/11
FNR 2002-97 GB	5 1/2 1-25-33	08/14/10	12/25/12	600.31	650.41	(50.10)	1 ADJUSTED 05/05/11
FNR 2003 110 WA	4 000 8-25-33	05/16/06	12/25/12	242.84	223.66	19.18	1 ADJUSTED 01/25/11
		08/14/10	12/25/12	138.76	147.35	(8.59)	1 ADJUSTED 05/05/11
FNR 2004-90 LH	5 000 4-25-34	08/25/09	12/25/12	833.10	859.86	(26.76)	1 ADJUSTED 01/25/11
FNR 2005-110 PM	5 3/4 12-25-35	08/14/10	12/25/12	3,758.55	3,852.51	(93.96)	1 ADJUSTED 05/05/11
GNMA 09-40 DE	4 1/2 6-20-39	09/30/10	12/20/12	6,241.72	6,413.37	(171.65)	
GNMA 09-44 BE	4 1/2 6-16-39	02/25/11	12/16/12	46,355.01	46,355.01	0.00	
GNR 1999 3 CD	6 1/2 2-16-29	08/14/10	12/16/12	221.840	230.92	(9.08)	1 ADJUSTED 05/05/11
GNR 2001-53 PM	5 1/2 12-20-31	08/09/04	12/20/12	418.31	421.57	(3.26)	1 ADJUSTED 01/25/11
GNR 2002 10 PL	6.200 2-20-32	08/14/10	12/20/12	381.45	404.26	(22.81)	1 ADJUSTED 05/05/11
		08/14/10	12/20/12	214.90	227.75	(12.85)	1 ADJUSTED 05/05/11
GNR 2002-47 HM	6 000 7-16-32	11/10/03	12/16/12	1,625.45	1,678.43	(52.98)	1 ADJUSTED 01/25/11
GNR 2002-48 OC	6.000 9-16-30	02/23/05	12/16/12	3,116.41	3,240.24	(123.83)	1 ADJUSTED 01/25/11
GNR 2002-51 D	6 000 7-20-32	12/08/04	12/20/12	1,578.54	1,648.70	(70.16)	1 ADJUSTED 01/25/11
GNR 2002-92 PB	5 1/2 12-20-32	04/14/09	12/20/12	272.80	290.29	(17.49)	1 ADJUSTED 01/25/11
		08/19/09	12/20/12	1,515.537	1,596.25	(80.71)	1 ADJUSTED 01/25/11
		08/14/10	12/20/12	863.856	964.84	(100.98)	1 ADJUSTED 05/05/11
GNR 2004 26 CA	5.000 4-16-34	08/14/10	12/16/12	332.27	333.52	(1.25)	1 ADJUSTED 05/05/11
GNR 2004-35 PL	5 1/2 5-20-33	07/28/09	12/20/12	1,593.95	1,665.18	(71.23)	1 ADJUSTED 01/25/11
GNR 2007-18 B	5 1/2 5-20-35	07/20/10	12/20/12	5,250.91	5,552.84	(301.93)	
GNR 2008-47 NG	5 1/4 7-20-36	02/26/09	12/20/12	1,300.13	1,333.98	(33.85)	1 ADJUSTED 01/25/11
MALT 2004-3 3A1	6 000 4-25-34	07/13/04	12/25/12	83.00	85.16	(2.16)	1 ADJUSTED 01/25/11
MASTR 2003 4 6A9	5 1/2 5-25-33	08/06/08	12/25/12	331.02	287.35	43.67	1 ADJUSTED 01/25/11
		08/14/10	12/25/12	894.66	903.83	(9.17)	1 ADJUSTED 05/05/11
NAA 2003-A1 A2	6.000 5-25-33	08/14/10	12/25/12	1.70	1.81	(0.11)	1 ADJUSTED 05/05/11
Long-Term This Period				\$121,139.08	\$123,346.75	\$ (2,207.67)	
Long-Term Year to Date				\$1,198,145.43	\$1,223,873.94	\$ (25,728.51)	

SHORT-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
FHR 4091 LG	3 1/2 10-15-41	09/19/12	12/15/12	4,725.08	4,890.46	(165.38)	
FHR 4094 EJ	4.000 7-15-42	08/21/12	12/15/12	870.37	921.07	(50.70)	
FNR 2012-16 K	4 000 10-25-41	06/29/12	12/25/12	6,102.51	6,489.10	(386.59)	

CONTINUED

CLIENT STATEMENT | For the Period December 1-31, 2012

Activity

Active Assets Account ABRAHAM & MILDRED GOLDSTEIN
615-113684-160 CHARITABLE TRUST DTD 10/14/94

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

SHORT-TERM GAIN/(LOSS) (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
GNR 2008-1 LB	5 1/2 1-20-38	12/20/12	1,616,070	1,616.07	1,817.35	(201.28)	
Short-Term This Period				\$13,314.03	\$14,117.98	\$(803.95)	
Short-Term Year to Date				\$121,177.46	\$129,811.93	\$(8,634.47)	

MISSING COST

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
CSFB 2003 23 1A11	6 000 10-25-33	12/25/12	6,134.080	6,134.08	6,134.08	N/A	
CWALT 06-39CB 1A5	6 000 1-25-37	12/25/12	1,506.920	1,506.92	1,506.92	N/A	
CWHL 2004-5 2A17	5 1/4 5-25-34	12/25/12	14,575.190	14,575.19	14,575.19	N/A	
FNR 2005-110 PL	5 1/2 12-25-35	12/25/12	6,264.260	6,264.26	6,264.26	N/A	
FNR 2005-110 TK	6 000 12-25-35	12/25/12	5,153.590	5,153.59	5,153.59	N/A	
MASTR 2003 4 6A9	5 1/2 5-25-33	12/25/12	894.658	894.66	894.66	N/A	
Missing Cost This Period				\$34,528.70	34,528.70	N/A	
Missing Cost Year to Date				\$369,519.03		N/A	

Net Realized Gain/(Loss) This Period	\$168,981.81	\$137,464.73	\$(3,011.62)
Net Realized Gain/(Loss) Year to Date	\$1,688,841.92	\$1,353,685.87	\$(34,362.98)

New Treasury regulations require that we report your adjusted cost basis and classify the gain or loss as either long-term or short-term on the sale of covered securities acquired on or after January 1, 2011. These regulations also require that we make basis adjustments due to wash sales, certain corporate actions and transfers by gift or inheritance, which will be reflected on your Form 1099-B. This section may not reflect all of the basis adjustments we are required to make for tax reporting purposes. The information in this section is provided for informational purposes only and should not be used in the preparation of your income tax returns. Please refer to the Expanded Disclosures for additional information.

1 - This information reflects your requested adjustments to the transaction details

COPIES OF THIS STATEMENT HAVE ALSO BEEN SENT TO:

KIM BAPTISTE, ESQ