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

Department of the Treasury
Internal Revenue Service

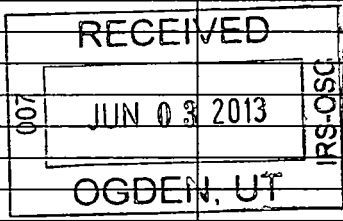
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection

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

Name of foundation THE SDA FOUNDATION		A Employer identification number 13-7235530
Number and street (or P O box number if mail is not delivered to street address) C/O GOLDBERG LINDSAY & CO. LLC 630 FIFTH AVENUE, 30TH FLOOR		B Telephone number (see instructions) (212) 651-1100
City or town, state, and ZIP code NEW YORK, NY 10111		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 <input type="checkbox"/> Other taxable private foundation		2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 847.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	7,550,000.			
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				
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	7,550,000.			
13 Compensation of officers, directors, trustees, etc.	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) ATCH. 1	6,700.			
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH. 2	25.			25.
24 Total operating and administrative expenses. Add lines 13 through 23	6,725.			25.
25 Contributions, gifts, grants paid	7,572,717.			7,572,717.
26 Total expenses and disbursements. Add lines 24 and 25	7,579,442.	0	0	7,572,742.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-29,442.			
b Net investment income (if negative, enter -0-)		0		
c Adjusted net income (if negative, enter -0-)				



SCANNED ON 05 2013

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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	30,191.	749.	749.	
	2	Savings and temporary cash investments	98.	98.	98.	
	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)				
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
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)	30,289.	847.	847.		
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 ATCH 3)	9,990,000.	9,990,000.		
23	Total liabilities (add lines 17 through 22)	9,990,000.	9,990,000.			
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	-9,959,711.	-9,989,153.		
30	Total net assets or fund balances (see instructions)	-9,959,711.	-9,989,153.			
31	Total liabilities and net assets/fund balances (see instructions)	30,289.	847.			

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 -9,959,711.
2	Enter amount from Part I, line 27a	2 -29,442.
3	Other increases not included in line 2 (itemize)	3
4	Add lines 1, 2, and 3	4 -9,989,153.
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 -9,989,153.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a					
b					
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		
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	{ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3		

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	5,659,508.	118,320.	47.832218
2010	5,650,459.	518,216.	10.903675
2009	6,572,897.	4,112,233.	1.598377
2008	7,390,194.	4,180,224.	1.767894
2007	5,697,427.	2,533,684.	2.248673
2 Total of line 1, column (d)			2 64.350837
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 12.870167
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 106,338.
5 Multiply line 4 by line 3			5 1,368,588.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7 1,368,588.
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 7,572,742.

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', 'Domestic foundations that meet the section 4940(e) requirements', 'Tax under section 511', 'Credits/Payments', and 'Overpayment'. Total amount owed is 2,850.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about influencing legislation, political campaigns, filing Form 1120-POL, unrelated business gross income, and substantial contributors. Includes 'Yes' and 'No' columns.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address N/A
14 The books are in care of ALAN E. GOLDBERG, C/O GL & CO Telephone no. 212-651-1100
Located at 630 FIFTH AVENUE, 30TH FLOOR NEW YORK, NY ZIP+4 10111
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
and enter the amount of tax-exempt interest received or accrued during the year 15
16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? Yes No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
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? X Yes 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 X
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 N/A
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 N/A
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

*SEE ATTACHMENT 5

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, study, or other similar purposes... (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)?... (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes... 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... 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?... 6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?... 6b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?... 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. Rows include ALAN E. GOLDBERG and MIRIAM P. GOLDBERG.

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. Content is 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 N/A ----- -----	
2 ----- -----	
3 ----- -----	
4 ----- -----	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE ----- -----	
2 ----- -----	
All other program-related investments See instructions	
3 NONE ----- -----	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	107,957.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	107,957.
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	107,957.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	1,619.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	106,338.
6	Minimum investment return. Enter 5% of line 5	6	5,317.

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	5,317.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	5,317.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	5,317.
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	5,317.

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	7,572,742.
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	7,572,742.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	7,572,742.

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				5,317.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10 20 09 20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007 5,698,748.				
b From 2008 7,390,194.				
c From 2009 6,572,897.				
d From 2010 5,650,459.				
e From 2011 5,659,508.				
f Total of lines 3a through e	30,971,806.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 7,572,742.				
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)	* 7,572,742.			
d Applied to 2012 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	5,317.			5,317.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	38,539,231.			
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)	5,693,431.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	32,845,800.			
10 Analysis of line 9				
a Excess from 2008 7,390,194.				
b Excess from 2009 6,572,897.				
c Excess from 2010 5,650,459.				
d Excess from 2011 5,659,508.				
e Excess from 2012 7,572,742.				

*SEE STATEMENT B

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

Empty box for ruling date

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

Table with 5 columns: (a) 2012, (b) 2011, (c) 2010, (d) 2009, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions from Part XII), 2d (Amounts included in line 2c not used directly for active conduct), 2e (Qualifying distributions made directly for active conduct), 3 (Alternative tests: Assets, Endowment, Support).

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).

ALAN E. GOLDBERG

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed.

ATCH 4

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

LETTER FORM; DESCRIPTION OF ORGANIZATION AND ACTIVITIES

c Any submission deadlines.

NONE

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

ONLY REQUESTS FROM ORGANIZED CHARITIES OR GOVT. ENTITIES CONSIDERED

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
<p>a <i>Paid during the year</i></p> <p>SEE STATEMENT A</p>				
Total ▶ 3a				7,572,717.
<p>b <i>Approved for future payment</i></p>				
Total ▶ 3b				

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... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule

Table with columns Yes and No. Rows 1a(1) X, 1a(2) X, 1b(1) X, 1b(2) X, 1b(3) X, 1b(4) X, 1b(5) X, 1b(6) X, 1c X

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1: N/A, N/A

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... [] Yes [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All cells are empty.

Sign Here [Signature] MAY 13 2013 TRUSTEE. Under penalties of perjury, I declare that I have examined this return... May the IRS discuss this return with the preparer shown below [] Yes [X] No

Paid Preparer Use Only: Print/Type preparer's name Colleen McHugh, Preparer's signature Colleen McHugh, Date 5/10/13, Firm's name DELOITTE TAX LLP, Firm's address TWO WORLD FINANCIAL CENTER NEW YORK, NY 10281, Firm's EIN 86-1065772, Phone no. 212-436-2000, PTIN P01451723

ATTACHMENT 1

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	6,700.			
TOTALS	<u>6,700.</u>			

ATTACHMENT 2

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>		
NYS FILING FEES	REVENUE AND EXPENSES PER BOOKS	25.
	TOTALS	<u>25.</u>

	CHARITABLE PURPOSES	25.
		<u>25.</u>

ATTACHMENT 3

FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
DUE TO GOLDBERG 2002 FLP	9,990,000.	9,990,000.
TOTALS	<u>9,990,000.</u>	<u>9,990,000.</u>

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

SDA FOUNDATION
C/O GOLDBERG LINDSAY & CO.
630 FIFTH AVENUE, 30TH FLOOR
NEW YORK, NY 10111
212-651-1100

FEDERAL FOOTNOTES

THE SDA FOUNDATION DOES NOT NEED TO COMPLETE FEDERAL FORM 4720 SINCE THEY FALL WITHIN THE EXCEPTION UNDER INCOME TAX REGULATION 53.4941(D)-2(C)(2). THE BORROWING BY THE FOUNDATION DOES NOT APPLY SINCE THE LENDING OF MONEY BY THE DISQUALIFIED PERSON TO THE FOUNDATION IS WITHOUT INTEREST OR OTHER CHARGE.

EXPENDITURE RESPONSIBILITY STATEMENT FOR THE YEAR ENDED 12/31/2012

PURSUANT TO IRC REGULATIONS SECTION 53.4945-5(D)(2), THE SDA FOUNDATION PROVIDES THE FOLLOWING INFORMATION.

GRANTEE: BIKUR CHOLIM
 506 COLDSTREAM AVENUE
 TORONTO, ONT M6B 2K6

DATE OF GRANT: 3/27/2012

AMOUNT OF GRANT: 1,800.00

PURPOSE OF GRANT: GENERAL SUPPORT

DIVERSIONS: TO THE KNOWLEDGE OF THE GRANTOR, NO FUNDS
 HAVE BEEN DIVERTED TO ANY ACTIVITY OTHER
 THAN THE ACTIVITY FOR WHICH THE GRANT WAS
 ORIGINALLY MADE.

VERIFICATION: THE GRANTOR HAS NO REASON TO DOUBT THE
 ACCURACY OR RELIABILITY OF THE
 INFORMATION PROVIDED BY THE GRANTEE;
 THEREFORE, NO INDEPENDENT VERIFICATION OF
 THE REPORT WAS MADE.

SDA FOUNDATION
 FORM 990-PF, PART XV-GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR
 FOR THE YEAR ENDED DECEMBER 31, 2012

13-7235530

Recipient Name and address	Foundation Status of recipient	Purpose of contribution	Amount
Salanter Akiba Riverdale Academy 655 W 254th St Riverdale, NY 10471	Public Chanty	General/Charitable	10,000
Yeshiva University 500 West 185th Street New York, NY 10033-3201	Public Chanty	General/Charitable	3,899,000
Wave Hill Spring Garden Gala 675 West 252nd Street Bronx, NY 10471	Public Chanty	General/Charitable	50,000
Young Israel of Riverdale 4502 Henry Hudson Pkwy Riverdale, NY 10471	Public Chanty	General/Charitable	105,000
Torah Academy 11 Williston Road Brookline, MA 02445	Public Chanty	General/Charitable	25,000
Friends of Yemin Orde 12230 Wilkins Avenue Rockville, MD 20852	Public Chanty	General/Charitable	1,000
Young Israel of Brookline 62 Green Street Brookline, MA 02446	Public Chanty	General/Charitable	300
Congregation Sons of Israel 2521 Cruger Avenue Bronx, NY 10467	Public Chanty	General/Charitable	10,000
Ohr Torah Stone 49 W 45th St, Suite 701 New York, NY 10036	Public Chanty	General/Charitable	250,000
NY Presbyterian Hospital 177 Fort Washington Avenue New York, NY 10032	Public Chanty	General/Charitable	500,000
Mount Sinai Hospital One Gustave L. Levy Place, Box 1220 New York, NY 10029	Public Chanty	General/Charitable	820,000
RIETS 2540 Amsterdam Avenue New York, NY 10033	Public Chanty	General/Charitable	100,000
Manhattan Jewish Experience 131 West 86th Street New York, NY 10024	Public Chanty	General/Charitable	25,000
The Jewish Center 131 West 86th Street New York, NY 10024	Public Chanty	General/Charitable	10,000
Congregation Agudath Israel 4911 16th Avenue Brooklyn, NY 11204	Public Chanty	General/Charitable	250,000

SDA FOUNDATION
 FORM 990-PF, PART XV-GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR
 FOR THE YEAR ENDED DECEMBER 31, 2012

13-7235530

Recipient Name and address	Foundation Status of recipient	Purpose of contribution	Amount
Friends of Bikur Cholim Ezrat Achim 5014 16th Avenue, #283 Brooklyn, NY 11204	Public Chanty	General/Chantable	50,000
Israel Healthcare Foundation 25 W 45th St, Suite 1405 New York, NY 10036	Public Chanty	General/Chantable	100,000
NYU Langone Medical Center 25 W 4th St, 4th Floor New York, NY 10012-1119	Public Chanty	General/Chantable	5,000
Congregation Beth Israel 347 W 34th Street New York, NY 10001	Public Chanty	General/Chantable	500
Yeshiva Wolozin 209 Madison Street New York, NY 10002	Public Chanty	General/Chantable	50,000
Kollel of Greater Boston 62 Cummings Road Brighton, MA 02135	Public Chanty	General/Chantable	1,000
Congregation Bais Pinchas 1710 Beacon Street Brookline, MA 02445	Public Chanty	General/Chantable	1,000
Bikur Cholim 506 Coldstream Avenue Toronto, ONT M6B 2K6	Private Foundation	General/Chantable	1,800 * (SEE ATTACHMENT 6)
Harvard University 124 Mount Auburn Street Cambridge MA 02138-5795	Public Chanty	General/Chantable	1,000
Yeshiva Toras Chaim P.O. Box 16 Lakewood, NJ 08701	Public Chanty	General/Chantable	250
American Friends of Yad Elezer 1102 E 26th Street Brooklyn, NY 11210	Public Chanty	General/Chantable	100,000
Big Brothers Big Sisters of Massachusetts 75 Federal St Boston, MA 02110	Public Chanty	General/Chantable	1,000
Hebrew Free Loan Society 675 Third Avenue, Suite 1905 New York, NY 10017	Public Chanty	General/Chantable	100,000
Yeshiva Rabbi Samson Raphael Hirsch 100 Bennett Avenue New York, NY 10033	Public Chanty	General/Chantable	500
The Jewish Center of Atlantic Beach PO Box 246 Atlantic Beach, NY 11509	Public Chanty	General/Chantable	100,000
Hope for Heroism	Public Chanty	General/Chantable	125,000

SDA FOUNDATION
 FORM 990-PF, PART XV-GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR
 FOR THE YEAR ENDED DECEMBER 31, 2012

13-7235530

Recipient Name and address	Foundation Status of recipient	Purpose of contribution	Amount
5901 Wilson Av South Seattle, WA 98118			
Disability Opportunity Fund 201 I U Willets Road Albertson, NY 11507-1599	Public Chanty	General/Chantable	10,000
Congregation Ohavei Torah 139 Carol Street Lakewood, NJ 08701	Public Chanty	General/Chantable	25,000
Friends of the Hudson Rver Greenway in the Bronx 4686 Dodgewood Road Bronx, NY 10471	Public Chanty	General/Chantable	5,000
Pan Mass Challenge 77 Fourth Avenue Needham, MA 02494	Public Chanty	General/Chantable	25,000
Keser Dovid, Inc 10 Celler Road Edison, NJ 08817	Public Chanty	General/Chantable	15,000
Batya - Friends of United Hatzalah 300 East 51st Street New York, NY 10022	Public Chanty	General/Chantable	100,000
Riverdale Jewish Center 3700 Independence Ave Riverdale, NY 10463	Public Chanty	General/Chantable	300,000
Institute for Dayanim 21751 W 11 Mile Road Southfield, MI 48076	Public Chanty	General/Chantable	100,000
Yeshiva University High School 500 West 185th Street, BH 725 New York, NY 10033	Public Chanty	General/Chantable	100,000
Mesivta Yeshiva Rabbi Chaim Berlin 1605 Coney Island Avenue Brooklyn, NY 11204	Public Chanty	General/Chantable	50,000
Organization for the Resolution of Agunot PO Box 327 New York, NY 10040	Public Chanty	General/Chantable	50,367
Total Contributions Made			<u>7,572,717</u>