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 , 2012, and ending , 20

Name of foundation: KAROL PILARCZYK FOUNDATION, INC

A Employer identification number: 14-1777374

Number and street (or P O box number if mail is not delivered to street address): C/O SDT ASSOCIATES, LLC
PO BOX 38269

Room/suite:

B Telephone number (see instructions): (518) 218-0187

City or town, state, and ZIP code: ALBANY, NY 12203

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 145,007.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)
(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)				
2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	6.	6.		ATCH 1
4	Dividends and interest from securities	1,924.	1,924.		ATCH 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	9,582.			
b	Gross sales price for all assets on line 6a 89,297.				
7	Capital gain net income (from Part IV, line 2)		9,582.		
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	11,512.	11,512.		
Operating and Administrative Expenses					
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)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) ATCH 3	185.	4.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 4	2,579.	2,579.		
24	**Total operating and administrative expenses.** Add lines 13 through 23	2,764.	2,583.		
25	Contributions, gifts, grants paid	13,500.			13,500.
26	**Total expenses and disbursements** Add lines 24 and 25	16,264.	2,583.		13,500.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-4,752.			
b	**Net investment income** (if negative, enter -0-)		8,929.		
c	**Adjusted net income** (if negative, enter -0-)				

JSA **For Paperwork Reduction Act Notice, see instructions.**
2E1410 1 000

Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	29,930.	24,402.	24,402.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 5	99,732.	100,520.	120,605.
	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)	129,662.	124,922.	145,007.
Liabilities	17	Accounts payable and accrued expenses	1,442.	1,442.	
	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)	1,442.	1,442.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ 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. ▶ ☒			
	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	128,220.	123,480.	
	30	**Total net assets or fund balances** (see instructions)	128,220.	123,480.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	129,662.	124,922.	

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	128,220.
2	Enter amount from Part I, line 27a	2	-4,752.
3	Other increases not included in line 2 (itemize) ▶ ATCH 6	3	12.
4	Add lines 1, 2, and 3	4	123,480.
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	123,480.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

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	9,582.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	13,044.	143,974.	0.090600
2010	15,628.	145,568.	0.107359
2009	16,050.	144,946.	0.110731
2008	15,550.	193,348.	0.080425
2007	15,232.	235,315.	0.064730

2 **Total** of line 1, column (d)	2	0.453845
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	0.090769
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	138,520.
5 Multiply line 4 by line 3	5	12,573.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	89.
7 Add lines 5 and 6	7	12,662.
8 Enter qualifying distributions from Part XII, line 4	8	13,500.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☒ and enter 1% of Part I, line 27b			1	89.
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	89.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	89.
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a			
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	0
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	89.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ Refunded ▶			11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ SDT ASSOCIATES, LLC Telephone no ▶

Located at ▶100 GREAT OAKS BLVD,STE 128,PO BOX 38269 ALBANY, NY ZIP+4 ▶ 12203

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

			Yes	No
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		
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

			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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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 ☒ 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 ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		
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 ☒ 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		
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 ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **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? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** No: X

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
ATCH 7		0	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
NONE				

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

Form **990-PF** (2012)

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		
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	117,520.
b	Average of monthly cash balances			1b	23,109.
c	Fair market value of all other assets (see instructions)			1c	
d	**Total** (add lines 1a, b, and c)			1d	140,629.
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	140,629.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)			4	2,109.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	138,520.
6	**Minimum investment return.** Enter 5% of line 5			6	6,926.

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	6,926.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	89.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	89.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	6,837.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	6,837.
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	6,837.

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	13,500.
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	13,500.
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	89.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	13,411.

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

Form **990-PF** (2012)

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					6,837.
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	3,902.				
b	From 2008	5,883.				
c	From 2009	8,851.				
d	From 2010	8,394.				
e	From 2011	6,107.				
f	**Total** of lines 3a through e		33,137.			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 13,500.					
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					6,837.
e	Remaining amount distributed out of corpus		6,663.			
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		39,800.			
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)		3,902.			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		35,898.			
10	Analysis of line 9					
a	Excess from 2008	5,883.				
b	Excess from 2009	8,851.				
c	Excess from 2010	8,394.				
d	Excess from 2011	6,107.				
e	Excess from 2012	6,663.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* ATCH 8				
Total . . . . ▶ **3a**				13,500.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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	6.	
4 Dividends and interest from securities			14	1,924.	
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	9,582.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 9					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				11,512.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 11,512.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

			Yes	No
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)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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
	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 (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) is based on all information of which preparer has any knowledge

Signature of officer or trustee	Date	Title
	4/30/13	Executive Director

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Christopher Doyle	Christopher A. Doyle, CPA	4/30/13		P00240556

Firm's name ▶ SDT ASSOCIATES, LLC

Firm's EIN ▶ 42-1687287

Firm's address ▶ PO BOX 38269
ALBANY, NY 12203

Phone no 518-218-0187

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		WACHOVIA SECURITIES				P	VARIOUS	VARIOUS
50,348.		49,039.					1,309.	
		WACHOVIA SECURITIES				P	VARIOUS	VARIOUS
327.		108.					219.	
		WACHOVIA SECURITIES				P	VARIOUS	VARIOUS
14,040.		12,528.					1,512.	
		WACHOVIA SECURITIES				P	VARIOUS	VARIOUS
24,572.		18,031.					6,541.	
		WACHOVIA SECURITIES				P	VARIOUS	VARIOUS
10.		9.					1.	
TOTAL GAIN(LOSS)							9,582.	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BANK OF AMERICA	6.	6.
TOTAL	6.	6.

ATTACHMENT 2

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
WELLS FARGO SECURITIES	1,923.	1,923.
WELLS FARGO SECURITIES INTEREST INCOME	1.	1.
TOTAL	1,924.	1,924.

ATTACHMENT 3

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NEW YORK ANNUAL REPORT FEE	50.	
FOREIGN TAXES PAID	4.	4.
FEDERAL TAXES	131.	
TOTALS	185.	4.

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT FEES		2,579.	2,579.
	TOTALS	2,579.	2,579.

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
WELLS FARGO SECURITIES	100,520.	120,605.
TOTALS	100,520.	120,605.

ATTACHMENT 6

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

DESCRIPTION	AMOUNT
RETURN OF CAPITAL	12.
TOTAL	12.

KAROL PILARCZYK FOUNDATION, INC 14-1777374

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

ATTACHMENT 7

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ROMA Z PILARCZYK C/O SDT ASSOCIATES, LLC PO BOX 38269 ALBANY, NY 12203	DIRECTOR	0	0	0
IAN PILARCZYK C/O SDT ASSOCIATES, LLC PO BOX 38269 ALBANY, NY 12203	DIRECTOR	0	0	0
	GRAND TOTALS	0	0	0

KAROL PILARCZYK FOUNDATION, INC 14-1777374

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 8

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MCGILL UNIVERSITY 3479 PEEL STREET H3A 1W7 MONTREAL QUEBEC CANADA	NONE 501C3	ORGANIZATIONAL NEEDS	13,000.
PILSUDSKI INSTITUE OF AMERICA 180 SECOND AVE NEW YORK, NY 10003	NONE 501(C)(3)	ORGANIZATIONAL NEEDS	100.
POLISH INSTITUTE OF ARTS AND SCIENCE OF AMERICA PIASA NEW YORK, NY	NONE 501(C)(3)	ORGANIZATIONAL NEEDS	100.
COLUMBIA UNIVERSITY 622 WEST 113TH ST NEW YORK, NY 10025	NONE 501(C)(3)	ORGANIZATIONAL NEEDS	100.
THE KOSCIUSZKO FOUNDATION 8 SYCAMORE PARK SOUTH HEADLY, MA 01075	NONE 501(C)(3)	ORGANIZATIONAL NEEDS	100.
POLISH LIBRARY 1503 21ST ST NW WASHINGTON, DC 20036	NONE 501(C)(3)	ORGANIZATIONAL NEEDS	100.
		TOTAL CONTRIBUTIONS PAID	13,500.

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2012

Name of estate or trust: KAROL PILARCZYK FOUNDATION, INC

Employer identification number: 14-1777374

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

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

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

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	**1b**	1,528.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	**2**	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	**3**	
4	Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	**4**	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	**5**	1,528.

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

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

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	**6b**	8,054.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	**7**	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	**8**	
9	Capital gain distributions	**9**	
10	Gain from Form 4797, Part I	**10**	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	**11**	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	**12**	8,054.

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

Part III Summary of Parts I and II

Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			1,528.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			8,054.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			9,582.

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

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of

a The loss on line 15, column (3) **or** **b** $3,000 . . . . . 16 ( )

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . 17

18 Enter the **smaller** of line 14a or 15 in column (2) but not less than zero . . . 18

19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . 19

20 Add lines 18 and 19 . . . 20

21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . ▶ 21

22 Subtract line 21 from line 20. If zero or less, enter -0- . . . 22

23 Subtract line 22 from line 17 If zero or less, enter -0- . . . 23

24 Enter the **smaller** of the amount on line 17 or $2,400 . . . 24

25 Is the amount on line 23 equal to or more than the amount on line 24?

☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box

☐ **No.** Enter the amount from line 23 . . . 25

26 Subtract line 25 from line 24 . . . 26

27 Are the amounts on lines 22 and 26 the same?

☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22 27

28 Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . 28

29 Subtract line 28 from line 27 . . . 29

30 Multiply line 29 by 15% (15) . . . 30

31 Figure the tax on the amount on line 23 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . 31

32 Add lines 30 and 31 . . . 32

33 Figure the tax on the amount on line 17 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . 33

34 **Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . 34

SCHEDULE D-1 (Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2012

Name of estate or trust
KAROL PILARCZYK FOUNDATION, INC

Employer identification number
14-1777374

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a WACHOVIA SECURITIES	VARIOUS	VARIOUS	50,348.	49,039.	1,309.
WACHOVIA SECURITIES	VARIOUS	VARIOUS	327.	108.	219.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 1,528.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2012**

JSA
2F1221 2 000

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	**Employer identification number**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	**(b)** Date acquired (mo , day, yr)	**(c)** Date sold (mo , day, yr)	**(d)** Sales price	**(e)** Cost or other basis (see instructions)	**(f) Gain or (loss)** Subtract (e) from (d)
6a WACHOVIA SECURITIES	VARIOUS	VARIOUS	14,040.	12,528.	1,512.
WACHOVIA SECURITIES	VARIOUS	VARIOUS	24,572.	18,031.	6,541.
WACHOVIA SECURITIES	VARIOUS	VARIOUS	10.	9.	1.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . 8,054.

Schedule D-1 (Form 1041) 2012

2012 SUMMARY AMENDMENT

WELLS FARGO ADVISORS

Amended Date: 2/22/13

THE KAROL PILARCZYK FOUNDATION
67 CEDAR AVE
ARLINGTON MA 02476-0015

Your Financial Advisor :
CHRISTOPHER CASSIDY
427 NEW KARNER RD
ALBANY NY 12205
(518) 869-1680

Account Number: 4636-9046

Year-End Account Summary

This information is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes. Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

For non covered transactions, we provide supplemental cost basis information, when it is available, to assist you with completing your tax return, however, THIS INFORMATION IS NOT PROVIDED TO THE INTERNAL REVENUE SERVICE.

SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

Proceeds from Broker and Barter Exchange Transactions for 2012

SUPPLEMENTAL INFORMATION

Description **(Box 8)** Stock or Other Symbol **(Box 1d)**	Quantity Sold **(Box 1e)**	Unit Price	Date of Acquisition **(Box 1b)**	Date of Sale or Exchange **(Box 1a)**	Sales Price **(Box 2a)***	Cost or Other Basis **(Box 3)**	Gain or Loss Amount	Transaction Description
ADT CORP/THE CUSIP 00101J106	0.5000	N/A	VARIOUS	09/28/12	18.99	17.77	1.22	CASH IN LIEU
AMERICAN INTL GROUP INC CUSIP 026874784	77.0000	32.67450	08/20/12	11/05/12	2,515.88	2,657.41	-141.53	SALE
C H ROBINSON WORLDWIDE INC CUSIP 12541W209	37.0000	66.25400	08/09/11	04/02/12	2,451.34	2,403.79	47.55	SALE
CAPITAL ONE FINANCIAL CORP CUSIP 14040H105	17.0000	54.18120	02/01/12	07/13/12	921 05	795.28	125 77	SALE
CELANESE CORPORATION SERIES A CUSIP 150870103	26.0000	38 03130	03/27/12	09/25/12	988.78	1,174 98	-186.20	SALE
	34.0000	40.09980	03/27/12	11/29/12	1,363.35	1,536.49	-173.14	SALE
Subtotal	**60.0000**				**2,352.13**	**2,711.47**	**-359.34**	
CUMMINS INC CUSIP 231021106	5.0000	96.14000	12/28/11	01/09/12	480.69	440.87	39.82	SALE
	39.0000	105.65730	VARIOUS	12/17/12	4,120.53	3,662.10	458.43	SALE
Subtotal	**44.0000**				**4,601.22**	**4,102.97**	**498.25**	
EBAY INC CUSIP 278642103	53.0000	36 28930	08/09/11	04/13/12	1,923.28	1,528.65	394.63	SALE
	23.0000	45.00630	08/09/11	08/08/12	1,035.11	663.38	371.73	SALE
Subtotal	**76.0000**				**2,958.39**	**2,192.03**	**766.36**	

2012 SUMMARY AMENDMENT

Amended Date: 2/22/13

THE KAROL PILARCZYK FOUNDATION
67 CEDAR AVE
ARLINGTON MA 02476-0015

Your Financial Advisor :
CHRISTOPHER CASSIDY
427 NEW KARNER RD
ALBANY NY 12205
(518) 869-1680

Account Number: 4636-9046

Year-End Account Summary

This information is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes. Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6) ***continued***

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description **(Box 8)** Stock or Other Symbol **(Box 1d)**	Quantity Sold **(Box 1e)**	Unit Price	Date of Acquisition **(Box 1b)**	Date of Sale or Exchange **(Box 1a)**	Sales Price **(Box 2a)***	Cost or Other Basis **(Box 3)**	Gain or Loss Amount	Transaction Description
EL PASO CORPORATION MIXED ELECTION CUSIP 283MIX991	169 0001	N/A	VARIOUS	05/31/12	2,475.87	1,290.42	1,185.42	MERGER
EL PASO CORPORATION CUSIP 28336L109	50.0000	26.19000	05/24/11	01/09/12	1,309.47	1,014.55	294.92	SALE
	92.0000	28.71800	VARIOUS	03/15/12	2,642.01	1,872.56	769 45	SALE
Subtotal	**142.0000**				**3,951.48**	**2,887.11**	**1,064.37**	
GOOGLE INC CL A CUSIP 38259P508	2 0000	568 58070	01/27/12	07/12/12	1,137.13	1,150 30	-13.17	SALE
IRON MTN INC PA CUSIP 462846106	38.0000	31.04650	08/05/11	06/06/12	1,179.74	1,158.72	21.02	SALE
	10.0000	32.12920	08/05/11	06/07/12	321.28	304.93	16.35	SALE
Subtotal	**48.0000**				**1,501.02**	**1,463.65**	**37.37**	
LOWES COMPANIES INC CUSIP 548661107	66.0000	26.25990	02/15/12	08/08/12	1,733.11	1,809.20	-76.09	SALE
	75.0000	26.78820	VARIOUS	08/15/12	2,009.07	2,087 92	-78.85	SALE
Subtotal	**141.0000**				**3,742.18**	**3,897.12**	**-154.94**	
PENTAIR INC CUSIP 709631105	0 0327	N/A	VARIOUS	09/28/12	1.40	1.33	0.07	CASH IN LIEU
PENTAIR LTD CUSIP H6169Q108	29.0000	45 88780	VARIOUS	11/20/12	1,330 72	1,174.40	156.32	SALE
POTASH CORP OF SASKATCHEWAN INC CUSIP 73755L107	14.0000	41.61000	09/21/11	01/09/12	582.52	706.09	-123.57	SALE
	59.0000	45.54130	VARIOUS	03/28/12	2,686.87	2,880.27	-193 40	SALE
	57 0000	40.28180	12/22/11	08/30/12	2,296.00	2,368.12	-72.12	SALE
Subtotal	**130.0000**				**5,565.39**	**5,954.48**	**-389.09**	

2012 SUMMARY AMENDMENT

Amended Date: 2/22/13

WELLS FARGO ADVISORS

THE KAROL PILARCZYK FOUNDATION
67 CEDAR AVE.
ARLINGTON MA 02476-0015

Your Financial Advisor :
CHRISTOPHER CASSIDY
427 NEW KARNER RD
ALBANY NY 12205
(518) 869-1680

Account Number: 4636-9046

Year-End Account Summary

This Information Is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes.
Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

continued

Proceeds from Broker and Barter Exchange Transactions for 2012

SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
ROVI CORP CUSIP 779376102	19.0000	25.15000	11/22/11	01/09/12	477.84	516.44	-38.60	SALE
	35.0000	36.24690	11/22/11	02/17/12	1,268.61	951.32	317.29	SALE
	109.0000	10.34440	VARIOUS	07/18/12	1,127.51	2,749.88	-1,622.37	SALE
Subtotal	**163.0000**				**2,873.96**	**4,217.64**	**-1,343.68**	
SCHLUMBERGER LTD CUSIP 806857108	50.0000	70.89020	VARIOUS	03/27/12	3,544.44	3,790.00	-245.56	SALE
SOLERA HOLDINGS INC CUSIP 83421A104	57.0000	45.08120	VARIOUS	05/29/12	2,569.57	3,104.67	-535.10	SALE
TYCO INTERNATIONAL LTD SHS CUSIP H89128104	121.0000	28.11900	VARIOUS	10/08/12	3,402.32	3,287.20	115.12	SALE
VISA INC CLASS A CUSIP 92826C839	8.0000	99.77000	07/11/11	01/09/12	798.14	705.43	92.71	SALE
	9.0000	115.02760	07/11/11	02/16/12	1,035.23	793.61	241.62	SALE
	5.0000	120.01270	07/11/11	03/27/12	600.04	440.90	159.14	SALE
Subtotal	**22.0000**				**2,433.41**	**1,939.94**	**493.47**	
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES					**50,347.89**	**49,038.98**	**1,308.88**	

2012 SUMMARY AMENDMENT

Amended Date: 2/22/13.

THE KAROL PILARCZYK FOUNDATION
67 CEDAR AVE
ARLINGTON MA 02476-0015

Your Financial Advisor :
CHRISTOPHER CASSIDY
427 NEW KARNER RD
ALBANY NY 12205
(518) 869-1680

Account Number: 4636-9046

Year-End Account Summary

This information is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes. Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

SHORT TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6)

Proceeds from Broker and Barter Exchange Transactions for 2012

SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
KINDER MORGAN WTS INC DELAWARE CLASS P CUSIP 49456B119	109.1190	3.00000	11/14/11	08/21/12	327 36	107.54	219 82	SALE
TOTAL SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES					**327.36**	**107.54**	**219.82**	

LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

Proceeds from Broker and Barter Exchange Transactions for 2012

SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
BORG WARNER INC CUSIP 099724106	26 0000	66.30170	02/04/11	12/03/12	1,723.80	1,741.96	-18.16	SALE
EL PASO CORPORATION MIXED ELECTION CUSIP 283MIX991	60 9999	N/A	05/25/11	05/31/12	893.63	413 64	479 99	MERGER
MONSANTO CO NEW CUSIP 61166W101	9.0000	76.53540	01/06/11	05/30/12	688.81	636.29	52.52	SALE
MSCI INC CUSIP 55354G100	119.0000	33 15820	VARIOUS	06/05/12	3,945.74	4,224.76	-279.02	SALE
NIELSEN HOLDINGS N V CUSIP N63218106	71.0000	31.57200	03/04/11	10/16/12	2,241.55	1,886.26	355 29	SALE
PALL CORP CUSIP 696429307	6.0000	56.58000	01/06/11	01/09/12	339 48	298.83	40.65	SALE
	42 0000	57 50220	01/06/11	05/29/12	2,415.03	2,091.80	323 23	SALE
Subtotal	**48.0000**				**2,754.51**	**2,390.63**	**363.88**	

2012 SUMMARY AMENDMENT

Amended Date: 2/22/13

WELLS FARGO ADVISORS

THE KAROL PILARCZYK FOUNDATION
67 CEDAR AVE
ARLINGTON MA 02476-0015

Your Financial Advisor :
CHRISTOPHER CASSIDY
427 NEW KARNER RD
ALBANY NY 12205
(518) 869-1680

Account Number: 4636-9046

Year-End Account Summary

This Information Is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes. Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

LONG TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)

continued

Proceeds from Broker and Barter Exchange Transactions for 2012

SUPPLEMENTAL INFORMATION

Description (**Box 8**) Stock or Other Symbol (**Box 1d**)	Quantity Sold (**Box 1e**)	Unit Price	Date of Acquisition (**Box 1b**)	Date of Sale or Exchange (**Box 1a**)	Sales Price (**Box 2a**)*	Cost or Other Basis (**Box 3**)	Gain or Loss Amount	Transaction Description
VISA INC CLASS A CUSIP 92826C839	14.0000	128.00170	07/11/11	09/05/12	1,791.97	1,234.49	557.48	SALE
TOTAL LONG TERM GAINS OR LOSSES FOR COVERED SECURITIES					**14,040.01**	**12,528.03**	**1,511.98**	

LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6)

Proceeds from Broker and Barter Exchange Transactions for 2012

SUPPLEMENTAL INFORMATION

Description (**Box 8**) Stock or Other Symbol (**Box 1d**)	Quantity Sold (**Box 1e**)	Unit Price	Date of Acquisition (**Box 1b**)	Date of Sale or Exchange (**Box 1a**)	Sales Price (**Box 2a**)*	Cost or Other Basis (**Box 3**)	Gain or Loss Amount	Transaction Description
AMERICAN TOWER CORP REIT CUSIP 03027X100	17.0000	60.23000	12/18/07	01/09/12	1,023 89	691.32	332.57	SALE
	21.0000	62.15700	VARIOUS	01/13/12	1,305 27	815.52	489.75	SALE
	18.0000	70.82750	05/06/09	07/12/12	1,274.87	558.87	716.00	SALE
Subtotal	**56.0000**				**3,604.03**	**2,065.71**	**1,538.32**	
BLACKROCK INC CUSIP 09247X101	4.0000	178.84000	VARIOUS	01/09/12	715.34	669.59	45.75	SALE
	2.0000	176.51220	11/03/10	09/05/12	353 01	331.96	21.05	SALE
Subtotal	**6.0000**				**1,068.35**	**1,001.55**	**66.80**	
BORG WARNER INC CUSIP 099724106	2.0000	66.30170	10/27/10	12/03/12	132.60	109.64	22.96	SALE
DISCOVERY COMMUNICATIONS INC CUSIP 25470F302	47.0000	48.15070	VARIOUS	04/18/12	2,263.02	1,753.10	509.92	SALE
	1.0000	58.50120	12/22/10	12/21/12	58.49	37.20	21.29	SALE
	23.0000	58.50000	12/22/10	12/24/12	1,345.46	855.43	490.03	SALE
Subtotal	**71.0000**				**3,666.97**	**2,645.73**	**1,021.24**	

2012 SUMMARY AMENDMENT

Amended Date: 2/22/13.

THE KAROL PILARCZYK FOUNDATION
67 CEDAR AVE
ARLINGTON MA 02476-0015

Your Financial Advisor :
CHRISTOPHER CASSIDY
427 NEW KARNER RD
ALBANY NY 12205
(518) 869-1680

Account Number: 4636-9046

Year-End Account Summary

This Information is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes. Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6) ***continued***

Proceeds from Broker and Barter Exchange Transactions for 2012 SUPPLEMENTAL INFORMATION

Description (Box 8) Stock or Other Symbol (Box 1d)	Quantity Sold (Box 1e)	Unit Price	Date of Acquisition (Box 1b)	Date of Sale or Exchange (Box 1a)	Sales Price (Box 2a)*	Cost or Other Basis (Box 3)	Gain or Loss Amount	Transaction Description
INTERNATIONAL BUSINESS MACHINE CORP CUSIP 459200101	4.0000	181.36000	10/20/09	01/09/12	725.42	488.27	237.15	SALE
	17 0000	204.03280	10/20/09	04/13/12	3,468.48	2,075.13	1,393.35	SALE
Subtotal	**21.0000**				**4,193.90**	**2,563.40**	**1,630.50**	
J B HUNT TRANSPORT SERVICE INC CUSIP 445658107	13.0000	45.03000	09/23/10	01/09/12	585.37	456.50	128.87	SALE
KINDER MORGAN WTS INC DELAWARE CLASS P CUSIP 49456B119	0.2000	N/A	VARIOUS	06/01/12	0.43	0.26	0.17	CASH IN LIEU
	37 8810	3.00000	VARIOUS	08/21/12	113.63	173.35	-59.72	SALE
Subtotal	**38.0810**				**114.06**	**173.61**	**-59.55**	
MONSANTO CO NEW CUSIP 61166W101	8.0000	78.70000	VARIOUS	01/09/12	629.58	499.07	130.51	SALE
	15.0000	76.53540	12/23/10	05/30/12	1,147.99	1,002.55	145.44	SALE
Subtotal	**23.0000**				**1,777.57**	**1,501.62**	**275.95**	
NEXTERA ENERGY INC CUSIP 65339F101	15.0000	58.89000	04/02/09	01/09/12	883.33	775 66	107.67	SALE
	20.0000	60.05700	VARIOUS	02/01/12	1,201.11	1,045.00	156.11	SALE
	20.0000	60 26750	VARIOUS	02/07/12	1,205.32	1,112.11	93.21	SALE
	21.0000	60.12700	04/12/10	03/15/12	1,262.64	1,041.33	221.31	SALE
Subtotal	**76.0000**				**4,552.40**	**3,974.10**	**578.30**	
PALL CORP CUSIP 696429307	10.0000	56.58000	12/16/10	01/09/12	565.78	498.62	67.16	SALE
PRAXAIR INC CUSIP 74005P104	16.0000	111.80780	VARIOUS	05/11/12	1,788.87	1,264 93	523.94	SALE

2012 SUMMARY AMENDMENT

WELLS FARGO ADVISORS

Amended Date: 2/22/13

THE KAROL PILARCZYK FOUNDATION
67 CEDAR AVE
ARLINGTON MA 02476-0015

Your Financial Advisor :
CHRISTOPHER CASSIDY
427 NEW KARNER RD
ALBANY NY 12205
(518) 869-1680

Account Number: 4636-9046

Year-End Account Summary

This Information is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes. Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6)

continued

Proceeds from Broker and Barter Exchange Transactions for 2012

SUPPLEMENTAL INFORMATION

Description **(Box 8)** Stock or Other Symbol **(Box 1d)**	Quantity Sold **(Box 1e)**	Unit Price	Date of Acquisition **(Box 1b)**	Date of Sale or Exchange **(Box 1a)**	Sales Price **(Box 2a)***	Cost or Other Basis **(Box 3)**	Gain or Loss Amount	Transaction Description
UNITED PARCEL SERVICE-B CUSIP 911312106	8.0000	73 36000	06/17/10	01/09/12	586.86	491.91	94.95	SALE
VERISK ANALYTICS INC CLASS A CUSIP 92345Y106	30.0000	39.42000	VARIOUS	01/09/12	1,182.57	875.05	307.52	SALE
	15.0000	50.20930	02/05/10	07/30/12	753.12	408.94	344.18	SALE
Subtotal	**45.0000**				**1,935.69**	**1,283.99**	**651.70**	
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES					**24,572.45**	**18,031.31**	**6,541.14**	

UNKNOWN TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES (Box 6)

Proceeds from Broker and Barter Exchange Transactions for 2012

SUPPLEMENTAL INFORMATION

Description **(Box 8)** Stock or Other Symbol **(Box 1d)**	Quantity Sold **(Box 1e)**	Unit Price	Date of Acquisition **(Box 1b)**	Date of Sale or Exchange **(Box 1a)**	Sales Price **(Box 2a)***	Cost or Other Basis **(Box 3)**	Gain or Loss Amount	Transaction Description
KINDER MORGAN INC DEL CUSIP 49456B101	0.3010	N/A	N/A	06/01/12	10.02	N/A	N/A	CASH IN LIEU
TOTAL UNKNOWN TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES					**10.02**	**0.00**	**0.00**	

*Box 2a Sales price less commissions and option premiums

For some tax lots complete data is not available Therefore, you may see N/A in the Proceeds, Gain/Loss columns, or Cost column In these situations, you should determine the actual cost or proceeds and calculate the Gain/Loss

Please note that the totals and subtotals will include any available cost or proceeds, even if the Gain/Loss is marked N/A