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For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

Name of foundation

THE FOGELSON FOUNDATION 501-82721300

Number and street (or P O. box number if mail is not delivered to street address)

Room/suite

1455 S. MICHIGAN AVENUE

City or town, state, and ZIP code

CHICAGO, IL 60605

G Check all that apply:

Initial return

Final return

Address change

Initial return of a former public charity

Amended return

Name change

A Employer identification number

20-2902485

B Telephone number (see instructions)

800- 352-3705

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 ► 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) ► \$ 3,898,012. (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)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input checked="" 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	123,338.	123,135.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	115,058.			
b Gross sales price for all assets on line 6a	1,548,507			
7 Capital gain net income (from Part IV, line 2)		115,058.		
8 Net short-term capital gain				
9 Income modifications	235.			
10a Gross sales less returns and allowances	235.			
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	35.	35.		STMT 4
12 Total. Add lines 1 through 11	238,431.	238,228.		
13 Compensation of officers, directors, trustees, etc	NONE	NONE	NONE	NONE
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)	STMT 5.	2,630.	NONE	2,630.
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)	STMT 6.	48,834.	46,838.	1,996.
17 Interest				
18 Taxes (attach schedule) (see instructions)	STMT 7.	4,615.	1,937.	
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	STMT 8.	5,070.	55.	5,015.
24 Total operating and administrative expenses.				
Add lines 13 through 23		61,149.	48,830.	9,641.
25 Contributions, gifts, grants paid		471,217.		471,217.
26 Total expenses and disbursements Add lines 24 and 25		532,366.	48,830.	NONE 480,858.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements		-293,935.		
b Net investment income (if negative, enter -0-)			189,398.	
c Adjusted net income (if negative, enter -0-)				

SCANNED NOV 15 2013
Operating and Administrative Expenses

gkf

d

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
	1 Cash - non-interest-bearing			3,493.	3,493.
	2 Savings and temporary cash investments		42,312.	47,359.	47,359.
	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 ►	NONE			
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10 a Investments - U S and state government obligations (attach schedule)	STMT 9	333,677.	234,278.	266,566.
	b Investments - corporate stock (attach schedule)	STMT 10	3,156,506.	2,997,947.	3,401,315.
	c Investments - corporate bonds (attach schedule)	STMT 13	259,909.	178,127.	179,279.
	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)		3,792,404.	3,461,204.	3,898,012.
	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)			NONE	
	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		3,792,404.	3,461,204.	
	28 Paid-in or capital surplus, or land, bldg . and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see instructions)		3,792,404.	3,461,204.	
	31 Total liabilities and net assets/fund balances (see instructions)		3,792,404.	3,461,204.	

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	3,792,404.
2 Enter amount from Part I, line 27a	2	-293,935.
3 Other increases not included in line 2 (itemize) ► MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	3	5,307.
4 Add lines 1, 2, and 3	4	3,503,776.
5 Decreases not included in line 2 (itemize) ► SEE STATEMENT 14	5	42,572.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,461,204.

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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 PUBLICLY-TRADED SECURITIES					
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 1,548,507.		1,433,449.	115,058.		
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	115,058.		
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	115,058.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	240,851.	4,062,621.	0.059285
2010	374,313.	3,977,501.	0.094108
2009	318,009.	3,268,702.	0.097289
2008	329,425.	4,368,666.	0.075406
2007	354,440.	3,649,639.	0.097116
2 Total of line 1, column (d)			2 0.423204
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 0.084641
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 3,980,750.
5 Multiply line 4 by line 3			5 336,935.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,894.
7 Add lines 5 and 6			7 338,829.
8 Enter qualifying distributions from Part XII, line 4			8 480,858.
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 ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	1	1,894.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . .			
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	1,894.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .		4	NONE
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	1,894.
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	500.	
b	Exempt foreign organizations - tax withheld at source	6b	NONE	
c	Tax paid with application for extension of time to file (Form 8868)	6c	5,000.	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	5,500.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	3,606.
11	Enter the amount of line 10 to be Credited to 2013 estimated tax ► <input type="checkbox"/> 1,896. Refunded ► <input type="checkbox"/> 11		11	1,710.

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	X	
1c	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.	X	
c	Did the foundation file Form 1120-POL for this year?		
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?		X
	If "Yes," attach a detailed description of the activities		
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b	If "Yes," has it filed a tax return on Form 990-T for this year?		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		
	If "Yes," attach the statement required by General Instruction T		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: <ul style="list-style-type: none">● 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?		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		X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► IL		
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		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		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	The books are in care of ► SEE STATEMENT 15	Telephone no ►
Located at ►		
15	ZIP+4 ►	
16	Yes	No X

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?

14 The books are in care of ► SEE STATEMENT 15 Telephone no ►

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year. ► 15

16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		
Organizations relying on a current notice regarding disaster assistance check here ►		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)		
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		

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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))?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 ►		<input type="checkbox"/>		
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?		<input type="checkbox"/> Yes	<input type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	6b
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				X
	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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?				7b

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GEORGIA B FOGELSON 1455 S MICHIGAN AVENUE, CHICAGO, IL 60605	DIRECTOR 1	- 0 -	- 0 -	- 0 -
GERALD W FOGELSON 1455 S MICHIGAN AVENUE, CHICAGO, IL 60605	PRESIDENT 1			
TAMARA L TROCK 1455 S MICHIGAN AVENUE, CHICAGO, IL 60605	VP/SECRETARY/TRE 1			

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		NONE	NONE	NONE
Total number of other employees paid over \$50,000				NONE

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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		NONE

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

NONE

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	NONE	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1	NONE	
2		
All other program-related investments See instructions		
3	NONE	
Total Add lines 1 through 3		

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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	3,951,680.
b Average of monthly cash balances	1b	89,691.
c Fair market value of all other assets (see instructions)	1c	NONE
d Total (add lines 1a, b, and c)	1d	4,041,371.
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	NONE
3 Subtract line 2 from line 1d	3	4,041,371.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	60,621.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,980,750.
6 Minimum investment return. Enter 5% of line 5	6	199,038.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part.)

1 Minimum investment return from Part X, line 6	1	199,038.
2a Tax on investment income for 2012 from Part VI, line 5	2a	1,894.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	1,894.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	197,144.
4 Recoveries of amounts treated as qualifying distributions	4	NONE
5 Add lines 3 and 4	5	197,144.
6 Deduction from distributable amount (see instructions)	6	NONE
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	197,144.

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	480,858.
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	NONE
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	NONE
b Cash distribution test (attach the required schedule)	3b	NONE
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	480,858.
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	1,894.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	478,964.

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				197,144.
2 Undistributed income, if any, as of the end of 2012			NONE	
a Enter amount for 2011 only				
b Total for prior years. 20_____,20_____,20_____ a From 2007 189,877. b From 2008 112,423. c From 2009 155,617. d From 2010 177,078. e From 2011 41,496. f Total of lines 3a through e 676,491.		NONE		
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 480,858.			NONE	
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				197,144.
e Remaining amount distributed out of corpus 283,714.				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 960,205.				
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2011 Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) 189,877.				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a 770,328.				
10 Analysis of line 9				
a Excess from 2008 112,423.				
b Excess from 2009 155,617.				
c Excess from 2010 177,078.				
d Excess from 2011 41,496.				
e Excess from 2012 283,714.				

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

NOT APPLICABLE

- | a | If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling | | | | ► | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
|----------|---|---------------|----------|----------|-----------------------------|----------|---------------|--|--|-----------|----------|----------|----------|----------|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|
| b | Check box to indicate whether the foundation is a private operating foundation described in section | | | | 4942(j)(3) or
4942(j)(5) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 2a | <table border="1"> <thead> <tr> <th rowspan="2">Tax year</th> <th colspan="3">Prior 3 years</th> <th rowspan="2">(e) Total</th> </tr> <tr> <th>(a) 2012</th> <th>(b) 2011</th> <th>(c) 2010</th> <th>(d) 2009</th> </tr> </thead> <tbody> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table> | | | | | Tax year | Prior 3 years | | | (e) Total | (a) 2012 | (b) 2011 | (c) 2010 | (d) 2009 | | | | | | | | | | | | | | | | | | | | |
| | Tax year | Prior 3 years | | | (e) Total | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| (a) 2012 | | (b) 2011 | (c) 2010 | (d) 2009 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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| b | 85% of line 2a | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| c | Qualifying distributions from Part XII, line 4 for each year listed | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| d | Amounts included in line 2c not used directly for active conduct of exempt activities | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| e | Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 3 | Complete 3a, b, or c for the alternative test relied upon | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| a | "Assets" alternative test - enter | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | (1) Value of all assets | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | (2) Value of assets qualifying under section 4942(j)(3)(B)(i) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| b | "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| c | "Support" alternative test - enter | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | (3) Largest amount of support from an exempt organization | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | (4) Gross investment income | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |

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

1 Information Regarding Foundation Managers:

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

SEE STATEMENT 16

- 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 27				471,217.
Total			► 3a	471,217.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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					
4	Dividends and interest from securities			14	123,338.	
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	115,058.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a						
b	CHECKING ACCT INT			01	35.	
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e)				238,431.	
13	Total Add line 12, columns (b), (d), and (e)				13	238,431.

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

NOT APPLICABLE

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. | | |

- 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.

10/60/8

► President

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

THE FUGELSON FOUNDATION					
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if	PTIN
	DERRICK PUCKETT		10/08/2013	self-employed	P01031673
	Firm's name ► WELLS FARGO BANK, N.A.	Firm's EIN ► 94-3080771			
Firm's address ► 1525 W W.T. HARRIS BLVD. D1114-044 CHARLOTTE, NC 28288				Phone no. 800-691-8916	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AFLAC INC COM	804.	804.
ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/	1,206.	1,206.
APPLE COMPUTER INC COM	583.	583.
ABERDEEN GLOBAL HIGH INCOME FD #1525	9,766.	9,563.
BAKER HUGHES INC COM	60.	60.
BANK OF MONTREAL 2.125% 6/28/13	1,063.	1,063.
BANK OF NOVA SCOTIA 2.375% 12/17/13	1,188.	1,188.
BERKSHIRE HATHAWAY 4.850% 1/15/15	1,213.	1,213.
CVS CORP COM	553.	553.
CARNIVAL CORP PAIRED CTF 1 COM	355.	355.
CHEVRONTEXACO CORP COM	1,575.	1,575.
CISCO SYS INC COM W/RIGHTS ATTACHED EXP1 CONOCOPHILLIPS COM	1,000.	1,000.
DIAGEO PLC SPONSORED ADR NEW	1,914.	1,914.
DISNEY (WALT) COMPANY HOLDING COMPANY CO	967.	967.
DISNEY WALT CO NEW BD DTD 02/28/2002 6.3	1,005.	1,005.
DRIEHAUS ACTIVE INCOME FUND	1,594.	1,594.
EATON VANCE FLOATING RATE FD-I #924	3,088.	3,088.
EATON VANCE GLOBAL MACRO - I #0088	8,051.	8,051.
ECOLAB INC COM	2,989.	2,989.
GATEWAY FUND - Y #1986	140.	140.
GENERAL ELEC CO COM	1,661.	1,661.
HEWLETT-PACKARD CO COM	1,258.	1,258.
HOME DEPOT INC COM	240.	240.
INTL BUSINESS MACHINES CORP COM	928.	928.
ISHARES IBOXX \$ INVESTMENT	698.	698.
ISHARES LATIN AMERICA 40 ETF	6,745.	6,745.
JPMORGAN CHASE & CO 2.050% 1/24/14	1,258.	1,258.
JP MORGAN CHASE & CO COM	1,025.	1,025.
JP MORGAN ALEIAN MLP INDEX EXCHANGE TRA	1,270.	1,270.
JOHNSON & JOHNSON COM	7,620.	7,620.
KRAFT FOODS INC-A COM	1,558.	1,558.
UTU245 5892 10/08/2013 07:45:11	696.	696.
	501-82721300	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INCOME	NET INVESTMENT
MCDONALDS CORP COM MERGER FD SH BEN INT	1,148. 1,471. 1,159. 50. 1,056. 1,738. 1,213. 2,636. 320. 644. 3,718. 7,868. 1,435. 676. 465. 792. 818. 712. 944. 440. 877. 780. 1,197. 1,390. 3,188. 3,844. 3,176. 1,021. 782. 486. 2,721. 2,655. 412.		1,148. 1,471. 1,159. 50. 1,056. 1,738. 1,213. 2,636. 320. 644. 3,718. 7,868. 1,435. 676. 465. 792. 818. 712. 944. 440. 877. 780. 1,197. 1,390. 3,188. 3,844. 3,176. 1,021. 782. 486. 2,721. 2,655. 412.
MICROSOFT CORP COM MORGAN STANLEY DEAN WITTER & CO COM NEW NESTLE S A SPONSORED ADR REPSTG REG SH NOVARTIS AG SPONSORED ADR OPENHEIMER DEVELOPING MKT-Y #788 PIMCO FDS PAC INVNT MGMT SER TOTAL RETURN PAYCHEX INC COM PEPSICO INC 5.150% 5/15/12 PIMCO FOREIGN BOND (UNHEGED) #1853 PIMCO EMERGING LOCAL BOND IS #332 PROCTER & GAMBLE CO COM QUALCOMM INC COM W/RTS ATTACHED SCHLUMBERGER LTD COM TARGET CORP COM TEMPLETON FRONTIER MARKET-AD #674 TEVA PHARMACEUTICAL INDNS LTD ADR 3M CO COM TOTAL FINA ELF S A SPONSORED ADR US BANCORP DEL COM NEW W/RIGHTS ATTACHED UNION PAC CORP COM UNITED PARCEL SERVICE CL B COM US TREAS INFL INDE U S TREASURY NOTE U S TREASURY NOTES U S TREAS INFL IND UNITED TECHNOLOGIES CORP COM VANGUARD SHORT TERM BOND ETF VANGUARD S/T BD IND SIGNAL #1349 VANGUARD MSCI EMERGING MARKETS EFT VANGUARD FTSE PACIFIC ETF VANGUARD FTSE EUROPE ETF UU5245 5892 10/08/2013 07:45:11			501-82721300
			20-2902485

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
VANGUARD MIDCAP VIPER	697.	697.
VANGUARD SMALL CAP VIPER	602.	602.
VERIZON COMMUNICATIONS COM	2,037.	2,037.
VISA INC-CLASS A SHRS	264.	264.
VODAFONE GROUP PLC SPONSORED ADR	3,158.	3,158.
WAL MART STORES INC COM	617.	617.
FEDERATED GOVT OBLIGATION #5	12.	12.
FRANCO NEV CORP NPV	48.	48.
TOTAL	123,338.	123,135.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CHECKING ACCT INTEREST	35.	35.
TOTALS	35.	35.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
HAMILTON THIES & LORCH LLP	2,630.			2,630.
TOTALS	2,630.	NONE	NONE	2,630.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
WELLS FARGO BANK - AGENT FOUNDATION SOURCE	38,257. 10,577.	36,261. 10,577.	1,996.
TOTALS	48,834.	46,838.	1,996.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	1,227.	1,227.
FEDERAL TAX PAYMENT - PRIOR YE	2,178.	
FEDERAL ESTIMATES - PRINCIPAL	500.	
FOREIGN TAXES ON QUALIFIED FOR	520.	
FOREIGN TAXES ON NONQUALIFIED	190.	
TOTALS	4,615.	1,937.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADR FEES CONSULTING FEES - CONNECT THE STATE FILING FEES	55. 5,000. 15.	55. 5,070.	5,000. 15. 5,015.
TOTALS			

THE FOGELSON FOUNDATION 501-82721300

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FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
US TREASURY INFLATION INDEX	84,162.	99,989.
US TREASURY NOTE DTD 08/15/04	73,675.	79,858.
US TREASURY NOTE DTD 05/15/06	76,441.	86,719.
TOTALS	234,278.	266,566.

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STATEMENT 9

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BOOK VALUE	ENDING FMV
ARTIO GLOBAL HIGH INCOME I	100,913.	104,706.
EATON VANCE FLOATING RATE FUND	160,909.	163,494.
ISHARES TBOXX \$ INVESTMENT	136,358.	157,287.
PIMCO TOTAL RETURN FUND	36,968.	38,123.
VANGUARD SHORT TERM BOND ETF	131,517.	131,204.
PIMCO EMERGING LOCAL BOND FUND	110,237.	114,896.
PIMCO FOREIGN BOND FUND	92,048.	92,987.
HOME DEPOT INC	21,651.	43,295.
MCDONALDS CORP	26,436.	35,284.
TARGET CORP	32,244.	35,502.
WALT DISNEY CO	24,271.	34,853.
CVS/CAREMARK CORPORATION	23,486.	38,680.
PROCTER & GAMBLE CO	36,195.	40,734.
CHEVRON CORP	31,180.	43,256.
CONOCOPHILLIPS	36,633.	46,392.
AFLAC INC	28,587.	31,872.
BERKSHIRE HATHAWAY INC	47,641.	62,790.
JPMORGAN CHASE & CO	39,329.	48,366.
US BANCORP DEL NEW	27,259.	38,328.
ABBOTT LABS	29,335.	39,300.
JOHNSON & JOHNSON	35,531.	42,060.
GENERAL ELECTRIC CO	18,598.	25,188.
UNION PACIFIC CORP	18,879.	31,430.
UNITED PARCEL SERVICE-CL B	33,562.	36,865.
UNITED TECHNOLOGIES CORP	35,940.	41,005.
3M CO	31,609.	37,140.
APPLE INC	29,109.	69,182.
CISCO SYSTEMS INC	43,946.	39,299.
E M C CORP MASS	19,656.	20,240.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GOOGLE INC	29,624.	42,443.
INTERNATIONAL BUSINESS MACHS		38,310.
MICROSOFT CORP	22,767.	34,723.
QUALCOMM INC	31,265.	
VISA INC-CLASS A SHRS	26,183.	40,209.
VERIZON COMMUNICATIONS	14,488.	30,316.
DIAEGEO PLC ADR	23,873.	34,616.
FRANCO NEV CORP NPV	16,551.	29,145.
NESTLE S A REGISTERED SHARES	2,633.	5,075.
NOVARTIS AG ADR	24,656.	32,585.
SCHLUMBERGER LTD	30,423.	37,980.
TEVA PHARMACEUTICAL INDUSTRIES	29,440.	30,006.
TOTAL S A - ADR	30,887.	25,877.
VODAFONE GROUP PLC NEW	25,800.	31,206.
VANGUARD MIDCAP VIPER	36,444.	37,785.
VANGUARD SMALL CAP VIPER	37,404.	49,464.
ISHARES S&P LATIN AMERICA 40	23,576.	32,360.
OPENHEIMER DEVELOPING MKT	48,973.	43,840.
TEMPLETON FRONTIER MARKETS FD	130,000.	145,789.
VANGUARD MSCI EMERGING MARKETS	50,000.	54,507.
VANGUARD MSCI EUROPE ETF	105,551.	111,325.
VANGUARD MSCI PACIFIC ETF	45,565.	48,840.
DRIEHAUS ACTIVE INCOME FUND	76,756.	80,085.
EATON VANCE GLOBAL MACRO	153,000.	153,829.
GATEWAY FUND	94,775.	92,167.
MERGER FD SH BEN INT	61,568.	66,714.
IPATH DOW JONES UBS COMMODITY	89,899.	89,796.
JP MORGAN ALERIAN MLP INDEX	142,369.	144,725.
	153,450.	153,840.

THE FOGELSON FOUNDATION 501-82721300

20-2902485

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
TOTALS	2,997,947.	3,401,315.

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STATEMENT 12

THE FOGELSON FOUNDATION 501-82721300

20-2902485

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BOOK VALUE	ENDING FMV
BANK OF MONTREAL	50,981.	50,424.
BANK OF NOVA SCOTIA	51,140.	50,950.
BERKSHIRE HATHAWAY FIN CORP	25,795.	27,122.
JP MORGAN CHASE & CO	50,211.	50,783.
TOTALS	178,127.	179,279.

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501-82721300

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STATEMENT 13

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

DESCRIPTION	AMOUNT
MUTUAL FUND POSTING DATE AFTER TYE	4,104.
DISALLOWED WASH SALES	433.
DIFFERENCE BETWEEN BOOK VALUE AND COST BASIS	38,019.
ROUNDING	16.
TOTAL	42,572.

STATEMENT 14

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: WELLS FARGO BANK NA

ADDRESS: ONE WEST 4TH STREET D4000-062
WINSTON SALEM, NC 27101-4000

TELEPHONE NUMBER: (800) 352-3705

STATEMENT 15

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

=====

GEORGIA B FOGELSON
GERALD W FOGELSON

STATEMENT 16

=====

RECIPIENT NAME:
AMERICAN CANCER SOCIETY
ADDRESS:
PO BOX 22718
OKLAHOMA CITY, OK 73123
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
DONATION
FOUNDATION STATUS OF RECIPIENT:
509(A)(1)
AMOUNT OF GRANT PAID 250.

RECIPIENT NAME:
ST BALDRICKS FDN
ADDRESS:
1800 MAIN STREET SUITE 250
DALLAS, TX 75201
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE EVENT
FOUNDATION STATUS OF RECIPIENT:
509(A)(1)
AMOUNT OF GRANT PAID 400.

RECIPIENT NAME:
PAYTON PREP INITIATIVE FOR
EDUCATION
ADDRESS:
1034 N WELLS ST
CHICAGO, IL 60610
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
509(A)(1)
AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:·
MERRILLVILLE HIGH SCHOOL
ADDRESS:
276 E 68TH PL
MERRILLVILLE, IN 46410
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
509(A)(1)
AMOUNT OF GRANT PAID 100.

RECIPIENT NAME:
DESERT AIDS PROJECT
ADDRESS:
PO BOX 2890
PALM SPRINGS, CA 92262
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
509(A)(1)
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
BARBARA SINATRA CHILDRENS
CENTER
ADDRESS:
39000 BOB HOPE DRIVE
RANCHO MIRAGE, CA 92270
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE EVENT
FOUNDATION STATUS OF RECIPIENT:
509(A)(1)
AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME: COACHELLA VALLEY
ECONOMIC PARTNERSHIP
ADDRESS: 3111 E TAHQUITZ CANYON WAY
PALM SPRINGS, CA 92262
RELATIONSHIP: NONE
PURPOSE OF GRANT: GENERAL
FOUNDATION STATUS OF RECIPIENT:
509(A)(1)
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME: DESERT CANCER FOUNDATION
ADDRESS: 74091 LARREA ST
PALM DESERT, CA 92260
RELATIONSHIP: NONE
PURPOSE OF GRANT: GENERAL
FOUNDATION STATUS OF RECIPIENT:
509(A)(1)
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME: JEWISH UNITED FUND OF
METROPOLITAN CHICAGO
ADDRESS: BEN GURION WAY 30 S WELLS ST
CHICAGO, IL 60606
RELATIONSHIP: NONE
PURPOSE OF GRANT: GENERAL AND UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
509(A)(1)
AMOUNT OF GRANT PAID 16,000.

RECIPIENT NAME:

HOUSE OF GOOD SHEPHERD

ADDRESS:

1114 W GRACE STREET
CHICAGO, IL 60613

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

509(A)(1)

AMOUNT OF GRANT PAID 200.

RECIPIENT NAME:

JEWISH FEDERATION OF
METROPOLITAN CHICAGO

ADDRESS:

30 S WELLS STREET
CHICAGO, IL 60606

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

509(A)(1)

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

ROOSEVELT UNIVERSITY

ADDRESS:

430 S MICHIGAN AVE
CHICAGO, IL 60605

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

509(A)(1)

AMOUNT OF GRANT PAID 30,000.

STATEMENT 20

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RECIPIENT NAME:

RUSH UNIVERSITY MEDICAL CENTER
ADDRESS:

1700 WEST VAN BUREN STREET
CHICAGO, IL 60612

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

509(A)(1)

AMOUNT OF GRANT PAID 250.

RECIPIENT NAME:

CLEARBROOK

ADDRESS:

205 WEST WACKER DRIVE
CHICAGO, IL 60606

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

ANNUAL FUND RAISER

FOUNDATION STATUS OF RECIPIENT:

509(A)(1)

AMOUNT OF GRANT PAID 28,500.

RECIPIENT NAME:

LITTLE CITY FOUNDATION

ADDRESS:

1760 W ALGONQUIN RD
PALATINE, IL 60067

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE EVENT

FOUNDATION STATUS OF RECIPIENT:

509(A)(2)

AMOUNT OF GRANT PAID 5,750.

=====

RECIPIENT NAME:
NEAR SOUTH PLANNING BOARD
ADDRESS:
2600 S MICHIGAN AVENUE
CHICAGO, IL 60616
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
509(A)(2)
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
AUDITORIUM THEATRE OF ROOSEVELT
UNIVERSITY INC
ADDRESS:
50 E CONGRESS PKWY
CHICAGO, IL 60605
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
509(A)(1)
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
MERCY FOUNDATION INC
ADDRESS:
2525 S MICHIGAN AVE
CHICAGO, IL 60616
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
509(A)(3)
AMOUNT OF GRANT PAID 15,000.

=====

RECIPIENT NAME:

AIDS FOUNDATION OF CHICAGO
ADDRESS:

200 W JACKSON BLVD
CHICAGO, IL 60606

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

509(A)(1)

AMOUNT OF GRANT PAID 100.

RECIPIENT NAME:

CHICAGO PUBLIC LIBRARY FDN

ADDRESS:

20 N MICHIGAN AVE
CHICAGO, IL 60602

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

509(A)(1)

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

HOLY TRINITY ANGLICAN CHURCH

ADDRESS:

53 W JACKSON BLVD
CHICAGO, IL 60604

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

509(A)(1)

AMOUNT OF GRANT PAID 250.

=====

RECIPIENT NAME:..

NOBLE NETWORK OF CHARTER
SCHOOLS

ADDRESS:

1 N STATE ST
CHICAGO, IL 60602

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

509(A)(1)

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

YOUNG WOMENS LEADERSHIP
CHARTER SCH OF CHICAGO

ADDRESS:

2641 S CALUMET AVE
CHICAGO, IL 60616

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE EVENT

FOUNDATION STATUS OF RECIPIENT:

509(A)(1)

AMOUNT OF GRANT PAID 40,000.

RECIPIENT NAME:

FRIENDS OF PAYTON ASSN.

ADDRESS:

1034 N WELLS ST
CHICAGO, IL 60610

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL AND UNRESTRICTED

FOUNDATION STATUS OF RECIPIENT:

509(A)(2)

AMOUNT OF GRANT PAID 10,000.

=====

RECIPIENT NAME:
COLUMBIA COLLEGE
ADDRESS:
600 S MICHIGAN AVE
CHICAGO, IL 60605
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
509(A)(1)
AMOUNT OF GRANT PAID 30,000.

RECIPIENT NAME:
CIRCLE OF FRIENDS
ADDRESS:
709 48TH STREET
WESTERN SPRINGS, IL 60558
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
509(A)(1)
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
DELTA INSTITUTE
ADDRESS:
53 W JACKSON BLVD
CHICAGO, IL 60604
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
509(A)(2)
AMOUNT OF GRANT PAID 10,000.

STATEMENT 25

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RECIPIENT NAME:
CYSTIC FIBROSIS FOUNDATION
ADDRESS:
3915 E BROADWAY BLVD
TUCSON, AZ 85711
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
509(A)(1)
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
PALM SPRINGS ART MUSUEM
ADDRESS:
PO BOX 2310
PALM SPRINGS, CA 92263
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
509(A)(1)
AMOUNT OF GRANT PAID 108,417.

RECIPIENT NAME:
COLLEGE OF THE DESERT FDN
ADDRESS:
43500 MONTEREY AVE
PALM DESERT, CA 92260
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
509(A)(1)
AMOUNT OF GRANT PAID 1,000.

THE FOGELSON FOUNDATION 501-82721300
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

20-2902485

=====

RECIPIENT NAME: .

EISENHOWER MEDICAL CENTER

ADDRESS: .

39000 BOB HOPE DRIVE
RANCHO MIRAGE, CA 92270

RELATIONSHIP: .

NONE

PURPOSE OF GRANT: .

EMC EXPANSION CAMPAIGN

FOUNDATION STATUS OF RECIPIENT: .

509(A)(1)

AMOUNT OF GRANT PAID 75,000.

TOTAL GRANTS PAID:

471,217.

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STATEMENT 27

Cert Mail Num - Fed	Account	Name	Tax ID	Tax Due -	Over Payment	Prep Code
7006 2760 0002 3330 7503	82721300	THE FOGELSON FOUNDATION	20-2902485	990PF 0 00	3606 00	501