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

2012

For calendar year 2012 or tax year beginning

, and ending

Name of foundation

SYLVIA WEIDER-AMBER FAMILY FOUNDATION

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

5455 CORPORATE DRIVE

Room/suite

300

City or town, state, and ZIP code

TROY, MI 48098

G Check all that apply:

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

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 **1,038,885.** (from Part II, col. (c), line 16)

J Accounting method: Cash Accrual
 Other (specify) _____

► \$ 1,038,885. (Part I, column (d) must be on cash basis.)

A Employer identification number

20-3939647

B Telephone number

2486418400

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 ►

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))	(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			N/A	
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments				
3	Dividends and interest from securities				
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	440.			
b	Gross sales price for all assets on line 6a	440.			
7	Capital gain net income (from Part IV, line 2)		440.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	-14,722.	-14,722.		
12	Total. Add lines 1 through 11	-151.	-151.		
13	Compensation of officers, directors, trustees, etc	0.	0.	0.	
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	STMT 3 2,566.	0.	0.	
c	Other professional fees	STMT 4 10,428.	0.	0.	
17	Interest				
18	Taxes				
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses				
24	Total operating and administrative expenses. Add lines 13 through 23	12,994.	0.	0.	
25	Contributions, gifts, grants paid	56,275.		56,275.	
26	Total expenses and disbursements. Add lines 24 and 25	69,269.	0.	56,275.	
27	Subtract line 26 from line 12:	-69,420.			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		0.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	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		48,013.	19,951.
	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			
	7	Other notes and loans receivable ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations	STMT 5		
	b	Investments - corporate stock		108,033.	108,033.
	c	Investments - corporate bonds			102,414.
	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other	STMT 6	563,308.	521,950.
	14	Land, buildings, and equipment: basis ►			916,520.
		Less accumulated depreciation ►			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers)		719,354.	649,934.
					1,038,885.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)		0.	0.
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds		719,354.	649,934.
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
	29	Retained earnings, accumulated income, endowment, or other funds		0.	0.
	30	Total net assets or fund balances		719,354.	649,934.
	31	Total liabilities and net assets/fund balances		719,354.	649,934.

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	719,354.
2	Enter amount from Part I, line 27a	2	-69,420.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	649,934.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	649,934.

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 RAYMOND JAMES			P		
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 440.			440.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					440.
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	440.	
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). If (loss), enter -0- in Part I, line 8			3	N/A	

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	53,130.	1,099,731.	.048312
2010	50,288.	949,590.	.052958
2009	46,312.	767,919.	.060308
2008	49,818.	674,944.	.073811
2007	55,086.	1,058,857.	.052024

2 Total of line 1, column (d)

2 .287413

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 .057483

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5

4 1,083,001.

5 Multiply line 4 by line 3

5 62,254.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 0.

7 Add lines 5 and 6

7 62,254.

8 Enter qualifying distributions from Part XII, line 4

8 56,275.

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.

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

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 8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached8

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

11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ►

11 11 **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?

1a Yes No

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?

1b Yes No*If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*1c Yes No

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?

2 Yes No*If "Yes," attach a detailed description of the activities.*3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*3 Yes No

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a Yes No

b If "Yes," has it filed a tax return on Form 990-T for this year?

4b Yes No

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5 Yes No*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:

N/A

6 Yes No

● By language in the governing instrument, or

7 Yes No

● 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?

7 Did the foundation have at least \$5,000 in assets at any time during the year?

8b Yes No*If "Yes," complete Part II, col. (c), and Part XV.*

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

9 Yes No**MI**

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)

10 Yes No

of each state as required by General Instruction G? If "No," attach explanation

8b Yes No

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 Yes No

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

10 Yes No

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Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	<input checked="" type="checkbox"/>
Website address ► N/A		
14 The books are in care of ► TOBIAS, VANDEPUTTE & SKULSKY P.C. Telephone no. ► 2486418400 Located at ► 5455 CORPORATE DRIVE SUITE 300, TROY, MI ZIP+4 ► 48098		
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	<input type="checkbox"/>
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 ►	16	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

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.

	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	► N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c <input checked="" type="checkbox"/>
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.)	► N/A	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?	<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.)	► N/A	3b
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?	► 4b	<input checked="" type="checkbox"/>

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)? 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)?

N/A

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?

N/A

 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

6b

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

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?

N/A

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.

(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
RHONDA J AMBER 12983 CAMINITO DEL PASAJE DEL MAR, CA 92014-3760	PRESIDENT 0.00	0.	0.	0.
BETTY AMBER 5812 CORRAL WAY LAJOLLA, CA 92037	SECRETARY 0.00	0.	0.	0.
CRAIG SKULSKY 5455 CORPORATE DRIVE SUITE 300 TROY, MI 48098	TREASURER 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
3 Five highest-paid independent contractors for professional services. 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


0

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**

0.

2
3
4
Part IX-B **Summary of Program-Related Investments**

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

Amount

1 **NONE**

0.

2

All other program-related investments. See instructions.

3
Total. Add lines 1 through 3

0.

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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	1,034,816.
b Average of monthly cash balances	1b	64,677.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	1,099,493.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	1,099,493.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	16,492.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,083,001.
6 Minimum investment return. Enter 5% of line 5	6	54,150.

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	54,150.
2a Tax on investment income for 2012 from Part VI, line 5	2a	
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	0.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	54,150.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	54,150.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	54,150.

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	56,275.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	56,275.
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	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	56,275.

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				54,150.
2 Undistributed income, if any, as of the end of 2012			0.	
a Enter amount for 2011 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	2,896.			
b From 2008	16,471.			
c From 2009	7,916.			
d From 2010	2,808.			
e From 2011				
f Total of lines 3a through e	30,091.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 56,275.			0.	
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount	2,125.			54,150.
e Remaining amount distributed out of corpus	0.			0.
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:	32,216.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0.	
b Prior years' undistributed income. Subtract line 4b from line 2b			0.	
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			0.	
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.	
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013			0.	
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			0.
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	2,896.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	29,320.			
10 Analysis of line 9:				
a Excess from 2008	16,471.			
b Excess from 2009	7,916.			
c Excess from 2010	2,808.			
d Excess from 2011				
e Excess from 2012	2,125.			

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)				
<i>a Paid during the year</i>				
EXPENSES FOR EXEMPT				
PURPOSES				
SEE ATTACHED SCHEDULE	NONE		CHARITABLE	56,275.
Total			► 3a	56,275.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

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

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

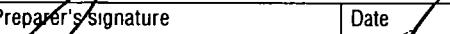
b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**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

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

Signature of officer or trustee		Date	Title	
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature	Date
	CRAIG S. SKULSKY			5/19/13
	Firm's name ► TOBIAS, VANDEPUTTE & SKULSKY, P.C.			Firm's EIN ► 38-2049989
	Firm's address ► 5455 CORPORATE DR #300 TROY, MI 48098-2620			Phone no. (248) 641-8400

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
RAYMOND JAMES	13,139.	0.	13,139.
RAYMOND JAMES	992.	0.	992.
TOTAL TO FM 990-PF, PART I, LN 4	14,131.	0.	14,131.

FORM 990-PF

OTHER INCOME

STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY LOSS FROM PTP'S	-14,722.	-14,722.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-14,722.	-14,722.	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL & ACCOUNTING FEES	2,566.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	2,566.	0.		0.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	10,428.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	10,428.	0.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
RAYMOND JAMES	108,033.	102,414.
TOTAL TO FORM 990-PF, PART II, LINE 10B	108,033.	102,414.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 6

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
RAYMOND JAMES	COST	521,950.	916,520.
TOTAL TO FORM 990-PF, PART II, LINE 13		521,950.	916,520.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 7

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

SYLVIA WEIDER-AMBER FAMILY FOUNDATION
5455 CORPORATE DRIVE SUITE 300
TROY, MI 48098

NAME OF GRANT PROGRAM

N/A

FORM AND CONTENT OF APPLICATIONS

PROOF OF SECTION 501(C)(3) STATUS; RECENT FINANCIAL STATEMENTS; LIST OF
BOARD OF DIRECTORS; PURPOSE OF REQUEST

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

CHARITABLE CONTRIBUTIONS ARE MADE WITHOUT GEOGRAPHICAL RESTRICTIONS FOR
PURPOSES OF SOCIAL SERVICES, ARTS, EDUCATION AND HEALTH CARE

<u>DONEE of GIFT Address</u>		<u>Check Number</u>	<u>2012 charitable donation</u>
Alzheimer Association	20300 Civic Center, Suite 100, Southfield, MI 48076	1101	\$ 1,000 00
Alzheimer Association San Diego	6632 Convoy Court, San Diego, CA 92111	1102	\$ 1,000 00
ARZA	633 3 rd Ave New York, NY 10017	1103	\$ 250 00
BBYO	2020 K Street, NW, 7th floor Washington DC, 20006	1104	\$ 250 00
California States Parks Foundation	p o box 512240 Los Angeles, CA 90051-0240	1105	\$ 250 00
City of Hope	in honor of Dr Mark Tan 1055 Wilshire Blvd Los Angeles CA 90017 p o box 60409 Duarte CA? 91010	1106	\$ 1,000 00
Congregation Beth Israel San Diego	Discretionary fund Rabbi Berk 9001 Towne Centre Drive, San Diego, CA 92122	1107	\$ 1,000 00
Congregation Beth Israel San Diego	Discretionary Fund Rabbi/Cantor Bernstein 9001 Towne Centre Drive, San Diego, CA 92122	1108	\$ 1,000 00
Congregation Kehillat Israel	Al Amber Memorial Fund, c/o Rabbi Michael Zimmerman 2014 Forest Road, Lansing MI 48910-3711	1109	\$ 1,800 00
Cystic Fibrosis Foundation	P O Box 96305 Washington, DC 20090-6305	1110	\$ 1,000 00
David-Horodoker Organization	c/o Roz Blanck 6950 Pebble Creek Woods Drive, West Bloomfield, MI 48322	1111	\$ 1,000 00
Doctors Without Borders	USA p o Box 5030, Hagerstown, MD 21741	1112	\$ 1,000 00
Dollars for Scholars Torrey Pines High School Foundation	Adam Weiner Memorial Torrey Pines High School 3525 Del Mar Heights Road #129 San Diego, CA 92130	1113	\$ 1,000 00
Frances Payne Bolton School of Nursing Case Western Reserve University	10900 Euclid Ave Cleveland, OH 44106-7035	1114	\$ 360 00
Friends of Scot Foundation	6977 Navajo Road #168, San Diego, CA 92119	1115	\$ 360 00
Guiding Eyes for the Blind	P O Box 709 Yorktown Heights, NY 10598-0709	1116	\$ 100 00
Hadassah Nurses Council San Diego Chapter	Nurses Keeper of the Gate 7220 Trade Street, Suite 104 San Diego, CA 92121	1117	\$ 1,000 00
Hadassah Nurses Council San Diego Chapter	Keeper of the Gate 7220 Trade Street, Suite 104 San Diego, CA 92121	1118	\$ 1,000 00
Hebrew Benevolent Society	26640 Greenfield Road Oak Park Michigan 48237-9984	1119	\$ 1,800 00
Hillel Foundation for Jewish Campus Life	p o box 92994 Washington DC, 20090-2004	1120	\$ 300 00
Hunger Project Congregation Beth Israel San Diego	9001 Towne Centre Drive, San Diego, CA 92122	1121	\$ 360 00
Jean Issac's San Diego Dance Theatre	2650 Truxtum Road Suite 108, San Diego, CA 92106	1122	\$ 500 00
Jewish Family Services	Orley Building 6555 West Maple Road, West Bloomfield, MI 48322	1123	\$ 1,000 00
Jewish Family Services - San Diego	Turk Family Center 8804 Balboa Avenue San Diego, CA 92123	1124	\$ 2,500 00

<u>DONEE of GIFT Address</u>		<u>Check Number</u>	<u>2012 charitable donation</u>
Jewish Federation of Metro Detroit	6735 Telegraph Road Bloomfield Hills, MI 48303-2030	1125	\$ 1,200 00
			\$ 1,000 00
Jewish Federation of San Diego County	4930 Murphy Canyon San Diego, CA 92123	1126	
Kamah Association Curative Community at Harduf in honor of Jonathan Etel	Harduf M P Hamovil 17930 Israel	1127	\$ 1,800 00
Kole-Otis-Sklar Family Fund Temple Israel West Bloomfield	5725 Walnut Lake Road West Bloomfield, MI 48323	1128	\$ 1,000 00
Laurence Technological University	Office of University Advancement 21000 West 10 Mile Road Southfield, MI 48075	1129	\$ 1,000 00
Leukemia & Lymphoma Society	Racing for Ronit -	1131	\$ 1,000 00
Malashok Dance	Dance Place San Diego 2650 Truxtun Rd, Suite 202, San Diego, CA 92106	1130	\$ 500 00
MAZON a Jewish Response to Hunger	(in honor of Rosalie Licht) 10495 Santa Monica Blvd Suite 100 Los Angeles, CA 90025	1132	\$ 1,800 00
Moores Cancer Center - UCSD	tax ID number 95-2872494 3855 Health Sciences Drive #0658 La Jolla, CA 92093	1133	\$ 1,000 00
Museum of Contemporary Art San Diego	700 Prospect Street, La Jolla, CA 92037-4291	1134	\$ 300 00
NCJW	475 Riverside Drive, Suite 1901, New York, NY 10115-0018	1135	\$ 1,000 00
Oregon Hillel	1059 Hilyard Street, Eugene Oregon 97401-3716	1136	\$ 180 00
Planned Parenthood	1075 Camino Del Rio South San Diego, CA 92108	1137	\$ 2,500 00
Reform Israel Appeal	c/o ARZA p o box A0305 Milwaukee, WI 53217-9962	1138	\$ 500 00
San Diego Hospice	4311 3 rd Avenue, San Diego, CA 92103-7499	1139	\$ 500 00
Scripps Mercy Hospital Chula Vista Nursing Excellence	435 H Street Chula Vista, CA 91910	1140	\$ 1,000 00
Scripps Mercy Hospital Foundation - Nursing Excellence Fund	4077 Fifth Avenue, San Diego, CA 92103	1141	\$ 1,000 00
Second Chance	6145 Imperial Ave San Diego, CA 92114-4213	1142	\$ 500.00
Smile Train	6435 Tidewater Drive Norfolk, VA 23504	1143	\$ 300 00
St Vincent De Paul Village San Diego	3350 E Street, San Diego, 92102	1144	\$ 500 00
Temple Beth Sholom	Rabbi Discretionary fund 208 Madrona St Chula Vista, CA 91910	1145	\$ 1,000 00
Temple Emanu-El San Diego	6299 Capri San Diego, CA 92120	1146	\$ 1,800 00
Temple Israel West Bloomfield	in memory Paul and Sylvia Amber 5725 Walnut Lake Road West Bloomfield, MI 48323	1147	\$ 1,000 00
The Birthright Israel Foundation	P O Box 1784 New York, NY 10156	1148	\$ 1,000 00
Timothy T Nostrant Collegiate Professorship in Gastroenterology	Dept of Internal Medicine, Office of Medical Development, 301 East Liberty Street, Suite 400, Ann Arbor, MI, 48103-2251	1149	\$ 1,800 00
TMI Toward Maximum Independence, Inc	4740 Murphy Canyon Rd , Suite 300, San Diego, CA 92123	1150	\$ 180 00
UCSD Alzheimer/Geriatric Psychiatry	UCSD Div Of Geri-Psych 9500 Gilman Drive, Mail Code 9116A-1, La Jolla, CA 92093-0603	1151	\$ 1,000 00
Wayne State University School of Medicine	Office of Development & Alumni Affairs, University Health Center - 6G, 4201 St Antoine, Detroit, MI 48201	1152	\$ 1,800 00
Womangivesd org	In memory of June TuttlemanWomangivesd.org 340 Pine Street #302 San Francisco, CA 94104	1153	\$ 1,000.00
Women of Reform Judaism Congregation Beth Israel San Diego	9001 Towne Centre Drive, San Diego, CA 92122	1154	\$ 180 00
World Jewish Congress Foundation (Bronfmann) ID# 20-2690833	Edgar Bronfman P O Box 90400 Washington, DC, 20090-0400	1156	\$ 500 00
Oxfam America	In memory of Al Amber 226 Causeway Street, 5th floor, Boston, MA 02114	1157	\$ 1,800 00
Just in Time	p p box 81292 San Diego, CA 92138	1158	\$ 500 00
National Multiple Sclerosis Society	Broadway Station, 900 S Broadway Ste 200, Denver, CO 80209-9805	1159	\$ 540 00
Tamarack Camps	Memory of Al Amber 6735 Telegraph Road, Suite 380 Bloomfield Hills, MI 48301	1160	
San Diego Public Library Foundation	820 E Street, San Diego, 92101	1161	\$ 500 00
Family Health Centers of San Diego	Attn Resource Development Department 823 Gateway Center Way, San Diego, CA 92102	1162	\$ 200 00
J Street Education Fund	P O Box 66073, Washington D C , 20035	1163	\$ 500 00

<u>DONEE of GIFT Address</u>		<u>Check Number</u>	<u>2012 charitable donation</u>
Checks issued to charities, cleared for larger amount			\$ 640.00
Donations made from Publicly Traded Partnerships			\$ 425.00
TOTAL Charitable DONATIONS 2012			\$ 56,275.00

Application for Extension of Time To File an
Exempt Organization Return

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box ►
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ►

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions. SYLVIA WEIDER-AMBER FAMILY FOUNDATION	Employer identification number (EIN) or 20-3939647
	Number, street, and room or suite no. If a P.O. box, see instructions. 5455 CORPORATE DRIVE, NO. 300	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. TROY, MI 48098	

Enter the Return code for the return that this application is for (file a separate application for each return) ► **0 4**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

TOBIAS, VANDEPUTTE & SKULSKY P.C.

- The books are in the care of ► **5455 CORPORATE DRIVE SUITE 300 - TROY, MI 48098**
- Telephone No. ► **2486418400** FAX No. ► **2486415001**
- If the organization does not have an office or place of business in the United States, check this box ►
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until

AUGUST 15, 2013, to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

► calendar year **2012** or

► tax year beginning , and ending .

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	627.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev. 1-2013)