Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0052

2012

Open to Public Inspection

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

Name of foundation: THE JOSHUA MAILMAN FOUNDATION

A Employer identification number: 20-5520413

Number and street (or P O box number if mail is not delivered to street address): % HECHT AND CO, 350 FIFTH AVE.

Room/suite: 68FL

B Telephone number (see instructions): (212) 819-8020

City or town, state, and ZIP code: NEW YORK, NY 10118

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 13,632,749.

J Accounting method. ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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) (see instructions).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,194.	2,194.		ATCH 1
	4 Dividends and interest from securities	72,898.	72,898.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	301,272.			
	b Gross sales price for all assets on line 6a 9,003,467.				
	7 Capital gain net income (from Part IV, line 2)		301,272.		
	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) (attach schedule)				
	11 Other income (attach schedule) ATCH 3	267,438.	28,888.		
	12 **Total.** Add lines 1 through 11	643,802.	405,252.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 4	58,988.	29,494.		29,494.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 5	364.	114.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	68,915.	62,409.		6,506.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	128,267.	92,017.		36,000.
	25 Contributions, gifts, grants paid	717,884.			717,884.
	26 **Total expenses and disbursements.** Add lines 24 and 25	846,151.	92,017.	0	753,884.
	27 Subtract line 26 from line 12.				
	a **Excess of revenue over expenses and disbursements**	-202,349.			
	b **Net investment income** (if negative, enter -0-)		313,235.		
	c **Adjusted net income** (if negative, enter -0-).				

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,278,537.	1,785,519.	1,785,519.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 7	5,157,149.	5,164,443.	5,184,667.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 8	7,699,651.	6,983,026.	6,662,563.
	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)	14,135,337.	13,932,988.	13,632,749.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
	27 Capital stock, trust principal, or current funds	25,874,098.	25,874,098.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	-11,738,761.	-11,941,110.	
	30 **Total net assets or fund balances** (see instructions)	14,135,337.	13,932,988.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	14,135,337.	13,932,988.	

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	14,135,337.
2	Enter amount from Part I, line 27a	2	-202,349.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	13,932,988.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,932,988.

Form **990-PF** (2012)

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	
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	301,272.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	955,140.	15,018,758.	0.063596
2010	918,491.	15,371,344.	0.059753
2009	815,727.	16,005,422.	0.050966
2008	1,103,024.	17,921,647.	0.061547
2007			

2 **Total** of line 1, column (d)	2	0.235862
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	0.058966
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	14,512,923.
5 Multiply line 4 by line 3	5	855,769.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,132.
7 Add lines 5 and 6	7	858,901.
8 Enter qualifying distributions from Part XII, line 4	8	753,884.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ______________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	6,265.
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	6,265.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	6,265.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 11,899.		
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	11,899.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	5,634.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 5,634. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ DE,NY,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ NONE			
14	The books are in care of ▶ TAXPAYER Telephone no ▶ 212-819-8020			
	Located at ▶ C/O HECHT, 350 FIFTH AVENUE -68TH FL NEW YORK, NY ZIP+4 ▶ 10118			
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?	16	X	
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶ ATCH 9			

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

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

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: 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? ☐ Yes ☒ 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
ATCH 10		0	0	0

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		0	0	0

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 (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
ATCH 11		58,988.
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	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	5,064,561.
b	Average of monthly cash balances	1b	3,006,808.
c	Fair market value of all other assets (see instructions)	1c	6,662,563.
d	**Total** (add lines 1a, b, and c)	1d	14,733,932.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	14,733,932.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	221,009.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,512,923.
6	**Minimum investment return.** Enter 5% of line 5	6	725,646.

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	725,646.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	6,265.		
b	Income tax for 2012. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	6,265.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	719,381.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	719,381.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	719,381.

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	753,884.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	753,884.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	753,884.

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					719,381.
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only					
b Total for prior years 20 10 ,20 09 ,20 08					
3 Excess distributions carryover, if any, to 2012:					
a From 2007					
b From 2008	206,942.				
c From 2009	21,857.				
d From 2010	149,924.				
e From 2011	207,232.				
f Total of lines 3a through e		585,955.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 753,884.					
a Applied to 2011, but not more than line 2a					
b Applied to undistributed income of prior years (Election required - see instructions)					
c Treated as distributions out of corpus (Election required - see instructions)					
d Applied to 2012 distributable amount					719,381.
e Remaining amount distributed out of corpus		34,503.			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5		620,458.			
b Prior years' undistributed income. Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b. Taxable amount - see instructions					
e Undistributed income for 2011 Subtract line 4a from line 2a. Taxable amount - see instructions					
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013					
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)					
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		620,458.			
10 Analysis of line 9					
a Excess from 2008	206,942.				
b Excess from 2009	21,857.				
c Excess from 2010	149,924.				
d Excess from 2011	207,232.				
e Excess from 2012	34,503.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling . . . . ▶

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 12				
Total . . . . . . ▶ **3a**				717,884.
b *Approved for future payment* SEE SCHEDULE # 4				69,000.
Total . . . . . . ▶ **3b**				69,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	2,194.	
4 Dividends and interest from securities			14	72,898.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property	531390	1,877.			
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	623000	236,673.	15	28,888.	
8 Gain or (loss) from sales of assets other than inventory			18	301,272.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue. a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		238,550.		405,252.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 643,802.

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

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: Joshua Mailman | Date: 11/15 | Title: PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
STEVEN STERN		11/14/13		P00180118
Firm's name ▶ HECHT AND COMPANY, P.C.			Firm's EIN ▶ 13-2891505	
Firm's address ▶ 350 5TH AVENUE - 68TH FL NEW YORK, NY 10118-0110			Phone no 212-819-8000	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		SEE ATTACHMENT # 13 PROPERTY TYPE: SECURITIES				P	VAR	VAR
5,180,794.		5,173,546.					7,248.	
		SEE ATTACHMENT # 13 PROPERTY TYPE: SECURITIES				P	VAR	VAR
3,822,673.		3,528,649.					294,024.	
TOTAL GAIN(LOSS)							301,272.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SCHWAB- MONEY MARKET	4.	4.
JPM CHASE - INTEREST ON CHECKING	196.	196.
WELLS FARGO TEMP CASH	1,994.	1,994.
TOTAL	2,194.	2,194.

ATTACHMENT 2

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS - NEUBERGER STOCKS	58,517.	58,517.
DIVIDENDS - SCHWAB STOCKS	13,256.	13,256.
CATCHAFIRE INC	1,125.	1,125.
TOTAL	72,898.	72,898.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PORTFOLIO - NON-UBIT INCOME(LOSS)		
THRU PASSPORT VENTURES LLC	56,031.	56,031.
THRU BOARDWALK PTP	51,296.	51,296.
THRU MOUNTAINVIEW GARDENS	73.	73.
THRU JUNIPER'S FUND FOR HEALTH CARE	-1,783.	-1,783.
THRU CASCADE SETTLEMENT FUND I LLC	14.	14.
THRU RSF MEZZANINE FUND LP	30,134.	30,134.
THRU GREENSPACE DEV'L LLC	-8.	-8.
THRU APOLLO MANG PTP	1,545.	1,545.
THRU CLEAN TECHNOLOGY II LP	-5,025.	-5,025.
THRU UV PARTNERS IV LP	-22,792.	-22,792.
THRU CITY LIGHT CARBON LLC	-80,597.	-80,597.
UBTI INCOME (LOSS):		
DEBT FINANCED INCOME		
THRU MOUNTAINVIEW GARDENS	1,877.	
TRADE OR BUSINESS		
THRU JUNIPER'S FUND FOR HEALTH CARE	381,706.	
THRU CASCADE SETTLEMENT FUND I LLC		
THRU GREENSPACE DEV'L LLC	-1,813.	
THRU APOLLO MANG PTP	487.	
THRU BOARDWALK PIPELINE PTP	-2,194.	
TOTALS	267,438.	28,888.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEE ATTRIBUTABLE TO INVESTMENT MATTERS	29,494.	29,494.		
PREPARATION OF FORM 990PF & ATTORNEY GENERAL REPORT & ADMINISTRATION	29,494.			29,494.
TOTALS	58,988.	29,494.		29,494.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX ON DIVIDENDS	114.	114.
NYS CORPORATE TAXES	250.	
TOTALS	364.	114.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
NEW YORK DEPT. OF LAW FEE	750.		750.
NY PUBLIC INSPECTION AD	130.		130.
CORPORATE REPRESENTATION FEES	365.		365.
CONFERENCE EXPENSES	5,236.		5,236.
DELAWARE STATE FILING FEE	25.		25.
INVESTMENT EXPENSES:			
-INVESTMENT FEE - NEUBERGER	44,601.	44,601.	
-INV FEE - SELECT EQUITY	16,702.	16,702.	
-CUSTODY FEES-SCHWAB/WELLS FARGO	1,106.	1,106.	
TOTALS	68,915.	62,409.	6,506.

JOSHUA MAILMAN FOUNDATION
CORPORATE STOCK
20-5520413
From 01-01-12 Through 12-31-12
FORM 990-PF, PART II, LINE 10 (b)

Quantity	Security	TOTAL Cost	MARKET Value
STOCK			
318	AIRGAS INC	28,320	29,030
1,600	ALLSTATE CORP	49,314	64,272
125,000	AMERICAN APPAREL INC	356,123	126,250
948	AMETEK INC	26,538	35,616
408	AMPHENOL CORP CL A	21,982	26,398
3,700	ANADARKO PETROLEUM CORP	225,518	274,947
600	APACHE CORP	59,667	47,100
1,900	APOLLO GLOBAL MANAGEMENT, LLC	38,493	32,984
1,011	BLOUNT INTERNATIONAL INC	11,119	15,994
1,173	BROOKFIELD ASSET MANAGEMENT	27,180	42,990
1,320	C B RICHARD ELLIS GROUP	22,173	26,268
9,700	DENBURY RESOURCES INC	148,438	157,140
918	DENTSPLY INTL INC NEW	32,550	36,362
6,200	ENSCO INTL PC	358,052	367,536
300	FEDEX CORP	28,266	27,516
608	FIRST REPUBLIC BANK	16,358	19,930
12,288	FUISION-IO	22,016	281,764
924	GARMIN LTD	31,624	37,653
743	HARLEY DAVIDSON INC	35,016	36,281
330	HARRY WINSTON DIAMOND	4,727	4,643
330	HEICO CORP	12,213	14,771
362	IHS INC	22,708	34,752
3,300	INTERNATIONAL BUSINESS MACHINES	420,902	632,115
15,000	IVIVI TECHNOLOGIES INC	51,685	2
930	KIRBY CORP	35,557	57,558
6,400	LOEWS CORP	220,017	260,800
66	MARKEL CORP	24,906	28,606
1,200	METLIFE INC	51,900	39,528
3,400	MICROSOFT CORPORATION	100,754	90,813
8,000	MISSION NEWENERGY LTD	161,608	480
100,000	MORGANS HOTEL GROUP CO	688,083	554,000
450	MSC INDUSTRIAL DIRECT CO INC	30,948	33,921
458	O REILLY AUTOMOTIVE NEW	26,586	40,954
1,850	OCCIDENTAL PETROLEUM CORP	147,626	141,729

ATTACHMENT # 7

JOSHUA MAILMAN FOUNDATION
CORPORATE STOCK
20-5520413
From 01-01-12 Through 12-31-12
FORM 990-PF, PART II, LINE 10 (b)

Quantity	Security	TOTAL Cost	MARKET Value
STOCK			
5,800	ORACLE CORP	140,127	193,256
5,739	ORION ENERGY SYSTEMS INC	20,479	9,527
630	PALL CORP	37,043	37,964
117	PATTERSON COS INC	3,414	4,005
804	PAYCHEX INC	22,877	25,004
1,235	PERKINELMER INC	27,081	39,199
232	PERRIGO CO	17,366	24,135
8,400	PFIZER INC	145,737	210,666
5,500	ROWAN COMPANIES PLC	187,165	171,985
424	SCRIPPS NETWORKS INTERACTIVE INC CI	23,826	24,558
276	SHERWIN WILLIAMS CO	24,431	42,454
488	SIGMA ALDRICH	28,825	35,907
739	SIGNET JEWELERS LTD	22,751	39,463
1,000,000	TARGET RESOURCES	75,228	-
1,000	THE TRAVELERS COMPANIES INC	49,014	71,820
277	TRANSDIGM GROUP INC	27,214	37,771
8,100	UNUM GROUP	153,941	168,642
409	WABTEC	18,087	35,804
2,200	WELLPOINT INC	152,136	134,024
720	WILLIAMS-SONOMA	27,406	31,514
775	WOLVERINE WORLD WIDE INC.	34,361	31,760
27,400	XEROX CORP	379,791	186,868
	TOTAL	5,164,443	5,184,667

ATTACHMENT # 7

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
INVESTMENT IN:			
INSTITUTIONAL INVEST.FUND	2,000,000.	NONE	NONE
DIVERSIFIED ARBITRAGE FUND	156,586.	87,825.	147,829.
MOUNTAINVIEW GARDENS	19,580.	20,722.	20,722.
NAPO PHARMACEUTICAL	200,000.	200,000.	200,000.
UTAH VENTURES III LP AT RISK LIMIT	NONE	NONE	296,610.
UV PARTNERS IV, LP	692,159.	691,572.	1,168,000.
JUNIPER FUND FOR HEALTHCARE	-51,405.	193,831.	191,174.
CLEAN TECHNOLOGY II LP	51,880.	132,129.	103,736.
DIGITAL INNOVATION GROUP	NONE	10,000.	10,000.
PASSPORT GLOBAL STG II FUND	262,081.	262,081.	81,158.
PASSPORT VENTURES LLC	1,006,810.	486,675.	NONE
SMALL POTATOES URBAN DELIVER	100,310.	100,310.	100,310.
FTL VENTURES LLC NOTE	400,000.	400,000.	400,000.
FTL SOLAR LLC-AT RISK LIMIT	NONE	NONE	NONE
CASCADE SETTLEMENT FD I LLC	506,254.	1,864,755.	2,000,000.
DANCING DEER BAKING CO. INC.	100,000.	100,000.	100,000.
QUEST GROWTH PART - AT RISK	NONE	NONE	NONE
GREENSPACE DEV'L LLC	489,593.	487,772.	300,000.
BETTER ENERGY SYS. PFD & WAR	250,000.	250,000.	NONE
RENEWAL FUNDING PFD STOCK	150,000.	150,000.	NONE
SWEETGREEN INC. PFD STOCK	50,000.	50,000.	117,646.
RSF MEZZANINE FUND LP	402,355.	409,797.	348,128.
CATCHAFIRE INC PFD/CONV NOTE	100,000.	101,125.	217,617.
HOT BREAD KITCHEN (PROGRAM)	60,000.	60,000.	60,000.
EVERYONE COUNTS SER B PFD	350,000.	350,000.	225,202.
CITY LIGHT CARBON LLC	185,786.	105,189.	105,189.
GRASSROOTS BUSINESS FD I LP	20,000.	40,000.	40,000.
TARGET RESORCES GIFTED STOCK	1.	1.	NONE
EVERYONE COUNTS CONV NOTE		250,000.	250,000.
DUE FROM MAILMAN FOUNDATION	197,661.	179,242.	179,242.
TOTALS	7,699,651.	6,983,026.	6,662,563.

FORM 990PF, PART VII-A, LINE 16 - LIST OF FOREIGN COUNTRIES

CANADA
CAYMAN ISLANDS

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

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
PHYLLIS MAILMAN JOSHUA MAILMAN FOUNDATION C/O HECHT, 350 5TH AVE, 68TH FL NEW YORK, NY 10118	VP 7.00	0	0	0
JOSHUA MAILMAN JOSHUA MAILMAN FOUNDATION C/O HECHT, 350 5TH AVE, 68TH FL NEW YORK, NY 10118	PRESIDENT 7.00	0	0	0
JOSEPH V. HASTINGS JOSHUA MAILMAN FOUNDATION C/O HECHT, 350 5TH AVE, 68TH FL NEW YORK, NY 10118	SECY/TREAS 2.25	0	0	0
	GRAND TOTALS	0	0	0

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 11

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
HECHT AND COMPANY, P.C. 350 5TH AVE., 68TH FLOOR NEW YORK, NY 10118	ACCOUNTING FEES	58,988.
TOTAL COMPENSATION		58,988.

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

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE SCHEDULE # 3	NO RELATION PUBLIC CHARITY	UNRESTRICTED CHARITIBLE PURPOSE UNLESS OTHERWISE NOTED	717,884.
		TOTAL CONTRIBUTIONS PAID	717,884.

JOSHUA MAILMAN FOUNDATION
ID # 20-5520413
SCHEDULE OF CAPITAL GAINS
12/31/2012

	SALES PRICE	COST	GAIN/ (LOSS)
SHORT TERM			
SEE SCHEDULE 2	**5,180,769**	**5,173,545**	**7,224**
THRU CLEAN TECH. FUND II LP	**0**	**1**	**-1**
APOLLO GLOBAL LLC - PORTFOLIO	**25**	**0**	**25**
TOTAL SHORT TERM	5,180,794	5,173,546	7,248
LONG TERM			
SEE SCHEDULE 1	**785,254**	**853,102**	**-67,848**
INSTITUTIONAL INVESTMENT FUND- REDEEMED	**2,846,922**	**2,000,000**	**846,922**
INSTITUTIONAL DIVERSIFIED ARB STG REDEEM	**110,056**	**68,761**	**41,295**
BOARDWALK PIPELINE PTP	**1,778**	**0**	**1,778**
THRU CLEAN TECH. FUND II LP	**0**	**2,605**	**-2,605**
THRU UV PARTNERS IV LP	**75,470**	**0**	**75,470**
PASSPORT VENTURES LLC	**0**	**576,167**	**-576,167**
RSF MEZZANINE FUND LP	**0**	**28,014**	**-28,014**
APOLLO GLOBAL LLC - PORTFOLIO	**3,193**	**0**	**3,193**
TOTAL LONG TERM CAPITAL GAINS	3,822,673	3,528,649	294,024
FORM CAPITAL GAIN/LOSS	9,003,467	8,702,195	301,272

ATTACHMENT # 13

JOSHUA MAILMAN FOUNDATION
REALIZED GAINS AND LOSSES
20-5520413
From 01-01-12 Through 12-31-12

LONG TERM

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Long Term
2/1/2009	1/10/2012	5	SHERWIN WILLIAMS CO	249	472	223
2/1/2009	1/11/2012	41	SHERWIN WILLIAMS CO	2,043	3,893	1,850
2/1/2009	1/11/2012	4	SHERWIN WILLIAMS CO	191	380	189
8/11/2006	1/19/2012	40	KIRBY CORP	1,233	2,799	1,566
7/11/2006	1/19/2012	19	O REILLY AUTOMOTIVE NEW	567	1,657	1,089
1/15/2008	1/19/2012	25	O REILLY AUTOMOTIVE NEW	648	2,166	1,519
5/20/2010	1/20/2012	145	INTERFACE INC CL A	1,780	1,851	71
5/25/2010	1/20/2012	25	INTERFACE INC CL A	288	319	31
11/1/2009	1/26/2012	31	DENTSPLY INTL INC NEW	1,030	1,186	157
4/16/2010	1/26/2012	29	DENTSPLY INTL INC NEW	1,023	1,110	87
3/13/2007	1/30/2012	20	IDEXX LABS	856	1,734	879
5/25/2010	2/3/2012	105	INTERFACE INC CL A	1,211	1,424	212
6/23/2010	2/3/2012	145	INTERFACE INC CL A	1,729	1,966	237
3/1/2010	2/14/2012	360	INTERPUBLIC GROUP COMPANIES	2,712	3,859	1,147
3/1/2010	2/14/2012	50	INTERPUBLIC GROUP COMPANIES	408	536	128
3/2/2010	2/14/2012	300	INTERPUBLIC GROUP COMPANIES	2,471	3,216	745
1/15/2008	2/14/2012	7	O REILLY AUTOMOTIVE NEW	178	583	405
2/11/2008	2/14/2012	18	O REILLY AUTOMOTIVE NEW	533	1,499	967
9/23/2010	2/21/2012	12	GARMIN LTD	363	545	182
9/23/2010	2/21/2012	110	GARMIN LTD	3,335	4,995	1,659
9/24/2010	2/21/2012	100	GARMIN LTD	3,152	4,540	1,389
10/1/2010	2/21/2012	8	GARMIN LTD	244	363	119
10/1/2010	3/6/2012	25	GARMIN LTD	763	1,177	415
10/1/2010	3/12/2012	95	GARMIN LTD	2,898	4,465	1,568
10/1/2010	4/3/2012	7	GARMIN LTD	214	331	117
10/5/2010	4/3/2012	41	GARMIN LTD	1,260	1,936	676
7/1/2008	4/3/2012	18	LABORATORY CORP AMERICAN HOLD	1,241	1,639	397

SCHEDULE # 1

JOSHUA MAILMAN FOUNDATION
REALIZED GAINS AND LOSSES
20-5520413
From 01-01-12 Through 12-31-12

LONG TERM

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Long Term
2/1/2009	4/3/2012	20	LABORATORY CORP AMERICAN HOLD	1,220	1,821	601
3/1/2009	4/3/2012	11	LABORATORY CORP AMERICAN HOLD	648	1,001	354
3/13/2007	4/3/2012	41	IDEXX LABS	1,754	3,543	1,789
5/11/2009	4/4/2012	25	IHS INC	1,068	2,345	1,277
5/15/2009	4/4/2012	25	IHS INC	1,109	2,345	1,236
12/18/2009	4/15/2012	6500	BOARDWALK PIPELINE PARTNERS LP	195,344	170,759	(24,585)
6/23/2010	4/30/2012	5	INTERFACE INC CL A	60	65	6
6/23/2010	4/30/2012	2	INTERFACE INC CL A	24	26	2
6/23/2010	4/30/2012	1	INTERFACE INC CL A	12	13	1
6/23/2010	4/30/2012	38	INTERFACE INC CL A	453	483	30
6/23/2010	4/30/2012	5	INTERFACE INC CL A	60	62	3
2/4/2011	5/9/2012	86	XYLEM INC	2,990	2,297	(693)
2/18/2011	5/9/2012	15	XYLEM INC	519	401	(118)
3/4/2011	5/9/2012	60	XYLEM INC	1,975	1,603	(372)
3/2/2010	5/11/2012	40	INTERPUBLIC GROUP COMPANIES	329	448	119
3/19/2010	5/11/2012	200	INTERPUBLIC GROUP COMPANIES	1,722	2,240	518
5/7/2010	5/11/2012	325	INTERPUBLIC GROUP COMPANIES	2,514	3,640	1,125
2/1/2009	5/11/2012	21	SHERWIN WILLIAMS CO	1,003	2,576	1,573
2/12/2009	5/11/2012	24	SHERWIN WILLIAMS CO	1,110	2,944	1,834
2/11/2008	5/18/2012	2	O REILLY AUTOMOTIVE NEW	59	204	145
5/15/2009	5/18/2012	33	O REILLY AUTOMOTIVE NEW	1,193	3,373	2,181
4/21/2011	5/22/2012	25	AMETEK INC	1,153	1,226	73
12/12/2006	5/23/2012	1300	LOEWS CORP	53,336	49,860	(3,476)
6/23/2010	5/29/2012	84	INTERFACE INC CL A	1,001	1,063	61
7/1/2010	5/29/2012	150	INTERFACE INC CL A	1,605	1,897	292
3/1/2011	5/29/2012	146	INTERFACE INC CL A	2,367	1,847	(520)
5/1/2011	6/7/2012	127	INTERFACE INC CL A	2,371	1,478	(894)

JOSHUA MAILMAN FOUNDATION
REALIZED GAINS AND LOSSES
20-5520413
From 01-01-12 Through 12-31-12

LONG TERM

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Long Term
5/1/2011	6/7/2012	73	INTERFACE INC CL A	1,360	849	(510)
3/1/2011	6/7/2012	139	INTERFACE INC CL A	2,253	1,617	(636)
2/12/2009	6/8/2012	16	SHERWIN WILLIAMS CO	740	2,024	1,285
3/4/2009	6/8/2012	24	SHERWIN WILLIAMS CO	1,080	3,037	1,957
12/18/2009	6/14/2012	2800	ABBOTT LABORATORIES	148,573	173,326	24,753
5/7/2010	6/18/2012	75	INTERPUBLIC GROUP COMPANIES	580	792	212
5/12/2010	6/18/2012	180	INTERPUBLIC GROUP COMPANIES	1,506	1,901	395
12/20/2010	6/18/2012	375	INTERPUBLIC GROUP COMPANIES	4,017	3,961	(56)
5/9/2011	6/18/2012	5	INTERPUBLIC GROUP COMPANIES	57	53	(4)
3/4/2009	6/18/2012	16	SHERWIN WILLIAMS CO	720	2,094	1,374
6/3/2009	6/18/2012	4	SHERWIN WILLIAMS CO	216	524	308
4/5/2010	6/20/2012	45	GRACO INCORPORATED	1,464	2,113	649
6/3/2009	7/2/2012	1	SHERWIN WILLIAMS CO	54	129	75
7/15/2009	7/2/2012	29	SHERWIN WILLIAMS CO	1,595	3,743	2,149
3/3/2010	7/2/2012	39	WABTEC	1,532	3,045	1,513
3/10/2010	7/2/2012	26	WABTEC	1,076	2,030	953
12/18/2009	7/3/2012	5300	HEWLETT PACKARD CO	272,373	101,741	(170,632)
4/21/2011	7/3/2012	0	AMETEK INC	15	17	2
3/13/2007	7/5/2012	15	IDEXX LABS	642	1,444	802
4/5/2010	7/18/2012	30	GRACO INCORPORATED	976	1,319	343
7/21/2010	7/18/2012	65	GRACO INCORPORATED	2,024	2,858	834
1/19/2011	8/2/2012	0	ITT	11	9	(2)
1/21/2011	8/2/2012	22	ITT	500	421	(79)
2/4/2011	8/2/2012	52	ITT	1,213	982	(231)
2/18/2011	8/2/2012	7	ITT	172	140	(32)
3/4/2011	8/2/2012	30	ITT	656	561	(95)
2/18/2009	8/10/2012	129	BROOKFIELD ASSET MANAGEMENT	1,806	4,453	2,647

JOSHUA MAILMAN FOUNDATION
REALIZED GAINS AND LOSSES
20-5520413
From 01-01-12 Through 12-31-12

LONG TERM

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Long Term
9/16/2009	8/10/2012	31	BROOKFIELD ASSET MANAGEMENT	727	1,070	343
9/16/2009	8/10/2012	120	BROOKFIELD ASSET MANAGEMENT	2,814	4,157	1,342
7/15/2009	8/14/2012	1	SHERWIN WILLIAMS CO	55	142	87
7/21/2009	8/14/2012	34	SHERWIN WILLIAMS CO	1,845	4,812	2,967
7/21/2009	8/30/2012	35	SHERWIN WILLIAMS CO	1,899	4,975	3,076
3/1/2009	8/31/2012	14	LABORATORY CORP AMERICAN HOLD	824	1,236	412
3/1/2009	8/31/2012	20	LABORATORY CORP AMERICAN HOLD	1,126	1,766	640
9/23/2009	8/31/2012	16	LABORATORY CORP AMERICAN HOLD	1,070	1,413	343
9/23/2009	9/6/2012	5	LABORATORY CORP AMERICAN HOLD	334	440	106
10/20/2009	9/6/2012	45	LABORATORY CORP AMERICAN HOLD	3,159	3,963	804
11/20/2008	9/14/2012	164	PATTERSON COS INC	2,937	5,635	2,698
12/16/2008	9/14/2012	16	PATTERSON COS INC	288	550	262
3/13/2007	9/18/2012	50	IDEXX LABS	2,139	4,970	2,831
12/16/2008	9/19/2012	59	PATTERSON COS INC	1,060	2,042	982
2/5/2009	9/19/2012	46	PATTERSON COS INC	870	1,592	722
2/5/2009	9/21/2012	39	PATTERSON COS INC	738	1,339	602
3/5/2009	9/21/2012	55	PATTERSON COS INC	923	1,889	966
3/9/2009	9/21/2012	46	PATTERSON COS INC	748	1,580	832
5/15/2009	9/24/2012	15	IHS INC	665	1,734	1,069
5/18/2009	9/24/2012	25	IHS INC	1,150	2,890	1,740
3/9/2009	10/30/2012	54	PATTERSON COS INC	878	1,820	942
4/15/2009	10/30/2012	21	PATTERSON COS INC	414	708	294
11/2/2009	10/30/2012	29	SIGNET JEWELERS LTD	737	1,493	756
12/9/2009	10/30/2012	51	SIGNET JEWELERS LTD	1,194	2,626	1,432
5/9/2011	11/5/2012	370	INTERPUBLIC GROUP COMPANIES	4,218	3,737	(481)
5/14/2010	11/5/2012	50	SIGMA ALDRICH	2,711	3,503	792
5/17/2010	11/5/2012	60	SIGMA ALDRICH	3,246	4,204	958

SCHEDULE # 1

JOSHUA MAILMAN FOUNDATION
REALIZED GAINS AND LOSSES
20-5520413
From 01-01-12 Through 12-31-12

LONG TERM

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Long Term
5/18/2010	11/5/2012	10	SIGMA ALDRICH	537	701	164
12/9/2009	11/5/2012	84	SIGNET JEWELERS LTD	1,966	4,329	2,362
1/15/2010	11/5/2012	36	SIGNET JEWELERS LTD	1,014	1,855	841
10/3/2011	11/5/2012	30	TRANSDIGM GROUP INC	2,396	4,021	1,625
3/13/2007	11/6/2012	29	IDEXX LABS	1,241	2,766	1,526
2/4/2010	11/6/2012	16	IDEXX LABS	804	1,526	723
5/10/2011	11/6/2012	95	INTERPUBLIC GROUP COMPANIES	1,074	975	(99)
8/9/2011	11/6/2012	361	INTERPUBLIC GROUP COMPANIES	2,889	3,704	815
5/15/2009	11/6/2012	22	O REILLY AUTOMOTIVE NEW	795	1,921	1,126
8/4/2009	11/6/2012	33	O REILLY AUTOMOTIVE NEW	1,301	2,881	1,581
8/4/2009	11/6/2012	12	O REILLY AUTOMOTIVE NEW	473	1,052	579
9/23/2009	11/6/2012	78	O REILLY AUTOMOTIVE NEW	2,862	6,838	3,977
1/15/2010	11/6/2012	40	SIGNET JEWELERS LTD	1,127	2,165	1,038
3/10/2010	11/6/2012	49	WABTEC	2,028	4,064	2,036
3/18/2010	11/6/2012	40	WABTEC	1,733	3,318	1,585
4/1/2010	11/6/2012	21	WABTEC	917	1,742	825
2/4/2010	11/15/2012	14	IDEXX LABS	703	1,259	556
2/11/2010	11/15/2012	15	IDEXX LABS	775	1,349	574
3/1/2010	11/15/2012	16	IDEXX LABS	866	1,439	574
4/15/2009	11/26/2012	34	PATTERSON COS INC	671	1,133	462
10/21/2009	11/26/2012	81	PATTERSON COS INC	2,190	2,700	510
3/1/2010	12/5/2012	24	IDEXX LABS	1,299	2,234	935
8/24/2010	12/5/2012	26	IDEXX LABS	1,449	2,420	971
8/24/2010	12/5/2012	14	IDEXX LABS	780	1,303	523
10/21/2011	12/5/2012	38	IDEXX LABS	2,798	3,537	739
4/21/2011	12/11/2012	97	AMETEK INC	2,982	3,638	656
4/26/2011	12/11/2012	108	AMETEK INC	3,365	4,051	685

SCHEDULE # 1

JOSHUA MAILMAN FOUNDATION
REALIZED GAINS AND LOSSES
20-5520413
From 01-01-12 Through 12-31-12

LONG TERM

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Long Term
5/18/2010	12/11/2012	25	SIGMA ALDRICH	1,342	1,829	487
5/20/2010	12/11/2012	17	SIGMA ALDRICH	892	1,244	352
4/1/2010	12/11/2012	9	WABTEC	393	783	390
4/6/2010	12/11/2012	29	WABTEC	1,255	2,524	1,269
10/20/2009	12/14/2012	2	LABORATORY CORP AMERICAN HOLD	140	171	30
3/1/2010	12/14/2012	50	LABORATORY CORP AMERICAN HOLD	3,703	4,269	566
9/23/2009	12/17/2012	28	O REILLY AUTOMOTIVE NEW	1,027	2,631	1,604
10/7/2009	12/17/2012	32	O REILLY AUTOMOTIVE NEW	1,113	3,007	1,894
11/2/2010	12/24/2012	5	MARKEL CORP	1,704	2,220	516
11/2/2010	12/24/2012	5	MARKEL CORP	1,704	2,220	516
10/21/2009	12/26/2012	17	PATTERSON COS INC	460	582	122
5/7/2010	12/26/2012	93	PATTERSON COS INC	2,736	3,183	447
	TOTAL LONG TERM			853,102	785,254	(67,848)

SCHEDULE # 1

JOSHUA MAILMAN FOUNDATION
REALIZED GAINS AND LOSSES
20-5520413
From 01-01-12 Through 12-31-12

SHORT TERM

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Short Term
10/3/2011	1/4/2012	21	COMPASS MINERALS INTL	1,371	1,434	63
10/4/2011	1/4/2012	35	COMPASS MINERALS INTL	2,235	2,390	156
8/11/2011	1/4/2012	33	ECOLAB INC	1,502	1,914	412
8/9/2011	1/4/2012	42	ECOLAB INC	1,887	2,436	548
4/1/2011	1/5/2012	81	AMPHENOL CORP CL A	4,273	3,722	(551)
1/21/2011	1/5/2012	45	XYLEM INC	1,503	1,124	(380)
2/4/2011	1/5/2012	19	XYLEM INC	661	474	(186)
1/14/2011	1/5/2012	16	AMPHENOL CORP CL A	839	735	(103)
1/19/2011	1/5/2012	1	XYLEM INC	34	25	(9)
4/1/2011	1/17/2012	80	AMPHENOL CORP CL A	4,214	3,864	(349)
4/1/2011	1/17/2012	24	AMPHENOL CORP CL A	1,266	1,159	(107)
5/10/2011	1/17/2012	6	AMPHENOL CORP CL A	339	290	(49)
8/11/2011	1/20/2012	7	ECOLAB INC	319	422	104
8/12/2011	1/20/2012	65	ECOLAB INC	3,064	3,921	857
3/10/2011	2/14/2012	700	HCA INC	21,000	19,333	(1,667)
3/2/2012	5/9/2012	14	XYLEM INC	373	374	1
8/8/2011	5/14/2012	45	EXPEDITORS INTL WASH	1,897	1,728	(168)
8/18/2011	5/18/2012	105	EXPEDITORS INTL WASH	4,360	3,994	(366)
8/9/2011	5/18/2012	54	EXPEDITORS INTL WASH	2,337	2,064	(273)
8/10/2011	5/18/2012	75	EXPEDITORS INTL WASH	3,110	2,867	(243)
8/12/2011	5/18/2012	35	EXPEDITORS INTL WASH	1,554	1,338	(216)
8/8/2011	5/18/2012	25	EXPEDITORS INTL WASH	1,054	956	(98)

JOSHUA MAILMAN FOUNDATION
REALIZED GAINS AND LOSSES
20-5520413
From 01-01-12 Through 12-31-12

SHORT TERM

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Short Term
8/18/2011	5/18/2012	16	EXPEDITORS INTL WASH	664	612	(53)
8/1/2011	5/22/2012	50	I T T EDUC SVCS INC	4,218	3,120	(1,098)
8/1/2011	5/22/2012	35	I T T EDUC SVCS INC	2,963	2,184	(779)
8/8/2011	5/22/2012	25	I T T EDUC SVCS INC	1,851	1,560	(291)
8/1/2011	5/22/2012	10	I T T EDUC SVCS INC	840	624	(216)
8/18/2011	5/22/2012	45	EXPEDITORS INTL WASH	1,869	1,704	(164)
10/4/2011	5/22/2012	70	EXPEDITORS INTL WASH	2,747	2,656	(90)
12/19/2011	5/22/2012	30	EXPEDITORS INTL WASH	1,180	1,138	(41)
9/22/2011	5/22/2012	20	EXPEDITORS INTL WASH	791	759	(32)
2/3/2012	5/23/2012	98	EXPEDITORS INTL WASH	4,352	3,694	(658)
2/3/2012	5/23/2012	62	EXPEDITORS INTL WASH	2,753	2,320	(434)
2/22/2012	5/23/2012	55	EXPEDITORS INTL WASH	2,414	2,058	(357)
1/25/2012	5/23/2012	50	WATERS	4,372	4,134	(238)
1/25/2012	5/23/2012	20	WATERS	1,748	1,654	(94)
12/19/2011	5/23/2012	20	EXPEDITORS INTL WASH	786	754	(32)
5/22/2012	5/23/2012	1400	FACEBOOK INC CL A	53,200	54,430	1,230
8/8/2011	5/24/2012	21	I T T EDUC SVCS INC	1,555	1,271	(283)
1/26/2012	5/24/2012	35	WATERS	3,058	2,887	(170)
1/25/2012	5/24/2012	30	WATERS	2,622	2,475	(147)
1/6/2012	5/24/2012	70	I T T EDUC SVCS INC	4,200	4,238	38
4/11/2012	5/30/2012	0	ROWAN COMPANIES PLC	3	14,859	14,856
3/7/2012	6/6/2012	160	XYLEM INC	4,258	3,964	(294)

JOSHUA MAILMAN FOUNDATION
REALIZED GAINS AND LOSSES
20-5520413
From 01-01-12 Through 12-31-12

SHORT TERM

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Short Term
3/2/2012	6/6/2012	96	XYLEM INC	2,557	2,378	(179)
4/2/2012	6/6/2012	31	XYLEM INC	863	768	(95)
4/2/2012	6/19/2012	124	XYLEM INC	3,452	3,100	(352)
3/15/2012	6/21/2012	2500000	US TREASURY BILL DTD 12/22/11	2,500,000	2,500,000	-
2/1/2012	7/5/2012	35	WATERS	3,091	2,776	(315)
1/26/2012	7/5/2012	15	WATERS	1,310	1,190	(121)
5/9/2012	7/13/2012	60	CH ROBINSON WORLDWD NEW	3,650	3,583	(67)
6/1/2012	7/13/2012	20	CH ROBINSON WORLDWD NEW	1,215	1,200	(15)
5/9/2012	7/13/2012	15	CH ROBINSON WORLDWD NEW	913	900	(13)
5/29/2012	7/13/2012	30	CH ROBINSON WORLDWD NEW	1,781	1,800	19
6/1/2012	7/23/2012	60	CH ROBINSON WORLDWD NEW	3,644	3,343	(301)
12/19/2011	8/2/2012	95	ITT	1,804	1,777	(26)
12/21/2011	8/2/2012	2	ITT	40	37	(2)
1/20/2012	8/3/2012	80	ITT	1,729	1,499	(230)
12/21/2011	8/3/2012	113	ITT	2,235	2,117	(118)
2/22/2012	8/3/2012	27	ITT	621	506	(115)
2/16/2012	8/20/2012	55	WATERS	4,881	4,303	(578)
2/16/2012	8/20/2012	15	WATERS	1,337	1,174	(163)
2/1/2012	8/20/2012	10	WATERS	883	782	(101)
3/20/2012	8/31/2012	50	WATERS	4,605	3,886	(719)
2/16/2012	8/31/2012	35	WATERS	3,120	2,720	(399)
5/8/2012	9/18/2012	45	SCRIPPS NETWORKS INTERACTI\	2,435	2,771	337

JOSHUA MAILMAN FOUNDATION
REALIZED GAINS AND LOSSES
20-5520413
From 01-01-12 Through 12-31-12

SHORT TERM

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Short Term
5/8/2012	9/18/2012	56	SCRIPPS NETWORKS INTERACTI\	3,015	3,449	434
7/6/2012	9/25/2012	25	TIFFANY & CO	1,335	1,607	272
7/5/2012	9/25/2012	30	TIFFANY & CO	1,577	1,929	352
7/5/2012	9/25/2012	55	TIFFANY & CO	2,891	3,531	640
2/22/2012	10/1/2012	153	ITT	3,520	3,101	(419)
3/5/2012	10/1/2012	92	ITT	2,188	1,865	(324)
7/6/2012	10/1/2012	75	TIFFANY & CO	4,005	4,588	583
4/9/2012	10/3/2012	135	ITT	3,138	2,719	(419)
3/5/2012	10/3/2012	93	ITT	2,212	1,873	(339)
6/25/2012	10/22/2012	150000	US TREASURY BILL DTD 6/26/12	149,886	149,954	68
5/17/2012	10/23/2012	6	SCRIPPS NETWORKS INTERACTI\	324	377	54
5/8/2012	10/23/2012	29	SCRIPPS NETWORKS INTERACTI\	1,561	1,824	263
11/23/2011	11/21/2012	130	C B RICHARD ELLIS GROUP	1,884	2,294	410
11/22/2011	11/21/2012	135	C B RICHARD ELLIS GROUP	1,959	2,383	424
12/5/2011	11/27/2012	115	C B RICHARD ELLIS GROUP	1,975	2,030	55
6/25/2012	12/20/2012	955000	US TREASURY BILL DTD 6/26/12	954,276	954,971	695
6/25/2012	12/27/2012	1330000	US TREASURY BILL DTD 6/26/12	1,330,000	1,330,000	-
	TOTAL SHORT TERM			5,173,545	5,180,769	7,224

JOSHUA MAILMAN FOUNDATION
Transaction Detail By Account
January through December 2012

Name	Date	Amount	Memo
Am Fnends of Israel Phil Orchestra	01/01/2012	15,000.00	
Sevalink, Inc.	01/03/2012	5,000.00	INEB USA
Lincoln Center Theater	01/09/2012	25,000.00	
Witness	01/12/2012	2,250 00	
World Music Productions	01/12/2012	1,750.00	
Culture Project	01/12/2012	1,750.00	
New York Open Center	01/12/2012	3,250.00	
Rainforest Action Network	01/12/2012	5,000.00	
Tides Center	01/17/2012	10,000.00	Project Word
Third Wave Foundation	01/30/2012	25,000.00	
Metropolitan Museum of Art	02/13/2012	1,000.00	
Lincoln Ctr for the Performing Arts, Inc	02/29/2012	25,000 00	Great Performers Circle
Amnesty International	03/01/2012	4,500.00	
Tides Foundation	03/08/2012	13,200.00	Informal Funding
William James Foundation	03/21/2012	13,000.00	
Tides Foundation	03/26/2012	800.00	
Northside Center for Child Development	04/02/2012	10,000.00	
The Perlman Music Program	04/13/2012	1,750.00	
Student Sponsor Partners	04/23/2012	10,000.00	
Dancing Dreams	04/23/2012	2,500.00	
Garrison Institute	04/24/2012	15,000.00	
Women's eNews	04/27/2012	10,000.00	
Aids Walk New York	05/02/2012	1,000.00	
Aids Walk New York	05/02/2012	1,000.00	
Echoing Green Foundation	05/02/2012	25,000.00	
Proteus Fund	05/02/2012	1,500.00	Int'l Human Rights
Synergos Institute Inc.	05/04/2012	23,500.00	UFAN
Ms. Foundation for Women	05/16/2012	25,000.00	Gloria Fund
FINCA	05/25/2012	10,000.00	
Columbia U Mailman School of Publ Health	05/25/2012	20,000.00	
Columbia University	06/05/2012	20,000.00	
Bainbridge Graduate Institute	06/12/2012	15,000.00	
NMAI/Smithonian	07/03/2012	10,000.00	
Global Witness Ltd.	07/12/2012	11,634.00	
Social Venture Network, Inc	07/25/2012	25,000.00	
Human Rights First	08/06/2012	10,000.00	
Upaya Zen Center	08/06/2012	5,000.00	
Am Friends of Israel Phil Orchestra	09/21/2012	15,000.00	
Museum for African Art	09/27/2012	30,000.00	
Just Vision, Inc	10/01/2012	25,000.00	
Fund for Global Human Rights	10/01/2012	100,000.00	
Social Venture Network, Inc	10/03/2012	21,250.00	
Congregation Emanu-El	10/09/2012	2,000.00	Annual Philanthropic Fund
Thirteen/WNET	10/19/2012	5,000.00	
Synergos Institute Inc.	10/19/2012	50,000.00	
Fund for the Republic / ECCF	10/25/2012	2,500.00	"art > Money" Project
Columbia University	11/05/2012	1,500.00	Crown Award
Twenty-First Century Fund	11/09/2012	5,000.00	
Rubin Museum of Art	11/14/2012	4,000 00	
Culture Project	11/20/2012	25,000 00	

SCHEDULE # 3

JOSHUA MAILMAN FOUNDATION
Transaction Detail By Account
January through December 2012

Name	Date	Amount	Memo
New York Stem Cell Foundation	11/27/2012	5,000.00	
Zing Foundation	11/29/2012	10,000.00	Bolder Giving Initiative
Drug Policy Alliance	11/29/2012	5,000.00	
The Dalton School	12/04/2012	1,000.00	Annual Fund
ACE	12/10/2012	2,500.00	
Threshold Foundation	12/10/2012	2,000.00	
Museum of Modern Art	12/14/2012	1,750.00	
Total Grants		717,884 00	

SCHEDULE # 3

JOSHUA MAILMAN FOUNDATION
PLEDGES A/S 12/31/2011
 # 20-5520413

ORGANIZATION	AMOUNT
SYNERGOS INSTITUTE	25,000
SOCIAL VENTURE NETWORK	44,000
TOTAL PLEDGES	69,000

SCHEDULE # 4

Form **8868**
(Rev January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

▶ 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 . . . . ▶ [X]
- 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.

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions. THE JOSHUA MAILMAN FOUNDATION	Employer identification number (EIN) or 20-5520413
File by the due date for filing your return See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions %HECHT AND CO, 622 THIRD AVE.	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10017	

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

- The books are in the care of ▶ TAXPAYER

Telephone No. ▶ 212 819-8020 FAX No. ▶ 212 944-5852

- 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 08/15 , 20 13 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] calendar year 20 12 or
▶ [ ] tax year beginning ______, 20 ___, and ending ______, 20 ___.

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**	$ 7,000.
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**	$ 11,899.
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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 1-2013)