



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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.

2012

Open to public inspection

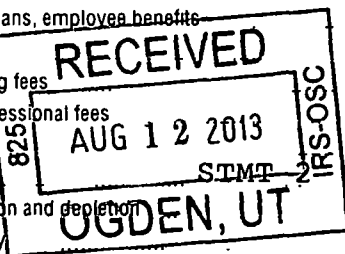
For calendar year 2012 or tax year beginning

, and ending

Name of foundation THE MELVILLE FOUNDATION		A Employer identification number 22-2777140
Number and street (or P.O. box number if mail is not delivered to street address) 11556 TURTLE BEACH ROAD		B Telephone number 561-627-8048
City or town, state, and ZIP code NORTH PALM BEACH, FL 33408		C If exemption application is pending, check here <input type="checkbox"/>
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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 14,441,907. (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 <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		334,360.	334,360.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		353,344.			
b Gross sales price for all assets on line 6a 1,868,245.					
7 Capital gain net income (from Part IV, line 2)			353,344.		
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					
12 Total. Add lines 1 through 11		687,704.	687,704.		
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					
c Other professional fees					
17 Interest					
18 Taxes		10,388.	0.		10,388.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 3		29.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		10,417.	0.		10,388.
25 Contributions, gifts, grants paid		803,750.			803,750.
26 Total expenses and disbursements. Add lines 24 and 25		814,167.	0.		814,138.
27 Subtract line 26 from line 12		-126,463.			
a Excess of revenue over expenses and disbursements			687,704.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED AUG 22 2013



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			1,633,843.	2,022,280.	2,022,280.
	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					
	b Investments - corporate stock	STMT 4		7,010,435.	5,495,535.	11,419,627.
	c Investments - corporate bonds					
11 Investments - land, buildings, and equipment basis ▶						
Less accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other	STMT 5		0.	1,000,000.	1,000,000.	
14 Land, buildings, and equipment basis ▶						
Less accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers)			8,644,278.	8,517,815.	14,441,907.	
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			6,247,175.	6,247,175.	
28 Paid-in or capital surplus, or land, bldg, and equipment fund			0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds			2,397,103.	2,270,640.		
30 Total net assets or fund balances			8,644,278.	8,517,815.		
31 Total liabilities and net assets/fund balances			8,644,278.	8,517,815.		

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	8,644,278.
2 Enter amount from Part I, line 27a	2	-126,463.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	8,517,815.
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	8,517,815.

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 MERRILL LYNCH #764-04264 - SEE ATTACHED		VARIOUS	12/31/12
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,868,245.		1,514,901.	353,344.
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))
(l) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			353,344.
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	353,344.
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	726,223.	13,098,424.	.055444
2010	492,250.	9,965,717.	.049394
2009	479,756.	7,147,634.	.067121
2008	329,300.	10,432,853.	.031564
2007	1,188,167.	11,253,426.	.105583

2 Total of line 1, column (d)	2	.309106
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	.061821
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	13,902,374.
5 Multiply line 4 by line 3	5	859,459.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,877.
7 Add lines 5 and 6	7	866,336.
8 Enter qualifying distributions from Part XII, line 4	8	814,138.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	13,754.
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	0.
3	Add lines 1 and 2	3	13,754.
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	13,754.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	7,200.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	2,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	9,200.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	13.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed. SEE STATEMENT 6	9	4,567.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2013 estimated tax Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) FL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2012)

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		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? Website address ► N/A	13	X	
14	The books are in care of ► HARRY BURN III Located at ► 11556 TURTLE BEACH ROAD, NORTH PALM BEACH, FL Telephone no ► 561-627-8048 ZIP+4 ► 33408			
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	N/A	
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	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	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
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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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?		4a
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

Form 990-PF (2012)

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

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

6b

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?

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
HARRY BURN III C/O THE MELVILLE FDN. 11556 TURTLE BEACH ROAD NORTH PALM BEACH, FL 33408	TRUSTEE 1.00	0.	0.	0.
JEAN BURN C/O THE MELVILLE FDN. 11556 TURTLE BEACH ROAD NORTH PALM BEACH, FL 33408	TRUSTEE 1.00	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

Form 990-PF (2012)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. 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 N/A	
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 N/A	
2	
All other program-related investments See instructions	
3	

Total. Add lines 1 through 3

0.

Form 990-PF (2012)

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	12,071,675.
b	Average of monthly cash balances	1b	2,042,410.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	14,114,085.
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	14,114,085.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	211,711.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,902,374.
6	Minimum investment return. Enter 5% of line 5	6	695,119.

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	695,119.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	13,754.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	13,754.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	681,365.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	681,365.
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	681,365.

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	814,138.
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	814,138.
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	814,138.

Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Form 990-PF (2012)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				681,365.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				155,440.
d From 2010				492,250.
e From 2011				726,223.
f Total of lines 3a through e	1,373,913.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 814,138.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions) **	814,138.			
d Applied to 2012 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	681,365.			681,365.
6 Enter the net total of each column as indicated below:	1,506,686.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,506,686.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				692,548.
e Excess from 2012				814,138.

** SEE STATEMENT 9

Form 990-PF (2012)

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMERICAN COUNCIL ON GERMANY	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	10,000.
AMERICAN HORTICULTURAL SOCIETY	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	1,000.
AMERICAN UNIVERSITY IN CAIRO	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	25,000.
CARAMOOR CENTER FOR MUSIC & ARTS	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	5,000.
CHICAGO COMMONS	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	2,500.
Total SEE CONTINUATION SHEET(S) ▶ 3a				803,750.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

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. | | |

[illegible]

- 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 | | |
| | | |
| | | |
| | | |
| | | |


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.

Sign Here  Date 7/30/13 Title Trustee

Signature of officer or trustee _____ Date _____ Title _____

May the IRS discuss this return with the preparer shown below (see Instr. 7)?

☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	JOHN MACEOVSKY, III		7/25/13		P00545632
	Firm's name ▶ CBIZ KIRKLAND, RUSS, MURPHY & TAPE			Firm's EIN ▶ 27-3605969	
	Firm's address ▶ 13577 FEATHER SOUND DRIVE, #400 CLEARWATER, FL 33762			Phone no (727) 572-1400	

WALGREEN COMPANY	0.	0.
CONSTELLATION ENERGY GROUP INC	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,495,535.	11,419,627.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	5
-------------	-------------------	-----------	---

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
WHITE ELM CAPITAL PARTNERS	COST	1,000,000.	1,000,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,000,000.	1,000,000.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CHURCH OF OUR SAVIOR	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	1,000.
CITY SQUASH - BRIGGS CUP	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	25,000.
CLASS OF '57 INC. ROOSEVELT HIGH SCHOOL	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	750.
COLONIAL DAMES IN VIRGINIA	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	500.
DARDEN SCHOOL FOUNDATION	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	2,500.
EAST HARLEM SCHOOL	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	25,000.
EPISCOPAL HIGH SCHOOL - 50TH REUNION LEGACY FUND	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	10,000.
EPISCOPAL HIGH SCHOOL - RANDOLPH FAIRFAX SOCIETY	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	5,000.
EPISCOPAL HIGH SCHOOL - TOWNSEND BUILDING	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	100,000.
FAMILY CENTERS, INC	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	5,000.
Total from continuation sheets				760,250.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
FRIENDS OF THE NATIONAL ARBORETUM	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	500.
GLOBAL PARTNERSHIP FOR AFGHANISTAN	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	500.
MEMORIAL SLOAN - KETTERING CANCER CENTER	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	10,000.
MILLER CENTER FOUNDATION AT UNIVERSITY OF VIRGINIA	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	1,000.
NEW LIFE OF NEW YORK CITY	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	1,000.
NEW YORK BOTANICAL GARDEN	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	210,000.
NEW YORK HARBOR SCHOOL FOUNDATION	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	100,000.
NEW YORK PRESBYTERIAN HOSPITAL	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	5,000.
PARTNERSHIP @ DRUGFREE.ORG	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	5,000.
PATHWAYS, INC.	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
ROBERT E. LEE MEMORIAL	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	2,000.
SQUASH HAVEN	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	5,000.
ST. CHRISTOPHER'S SCHOOL - 50TH REUNION - CLASS OF 1962	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	40,000.
ST. JOHN'S COMMUNITY SERVICES	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	500.
ST. LUKE'S LIFE WORKS	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	10,000.
ST. PAUL'S EPISCOPAL CHURCH	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	3,000.
TALL TIMBERS	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	6,000.
TEACH FOR AMERICA	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	5,000.
THE BATTERY CONSERVANCY	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	5,000.
THE VIRGINIA HOME	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	2,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
THOMAS JEFFERSON FOUNDATION	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	55,000.
UNIVERSITY OF DAYTON	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	1,000.
THE WOMEN'S INITIATIVE	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	5,000.
US SKI & SNOWBOARD TEAM FOUNDATION	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	10,000.
URBAN INITIATIVES	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	500.
READ WORKS	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	1,000.
TRINITY COLLEGE (ASSIANTE CHAIR)	UNRESTRICTED	PUBLIC CHARITY	CHARITABLE GRANT	100,000.
Total from continuation sheets				

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT		
MERRILL LYNCH	334,360.	0.	334,360.		
TOTAL TO FM 990-PF, PART I, LN 4	334,360.	0.	334,360.		

FORM 990-PF		TAXES		STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAXES	10,388.	0.		10,388.	
TO FORM 990-PF, PG 1, LN 18	10,388.	0.		10,388.	

FORM 990-PF		OTHER EXPENSES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK CHARGES	29.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	29.	0.		0.	

FORM 990-PF		CORPORATE STOCK		STATEMENT	4
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE			
ANALOG DEVICES INC	585,463.	841,200.			
BANK OF AMERICA CORP	1,448,438.	734,333.			
CITIGROUP, INC	202,449.	30,382.			
CAMERON INTL CORP (NATCO GROUP)	233,791.	2,907,012.			
SABA SOFTWARE INC.	0.	0.			
EXTERRAN HOLDINGS INC.	1,105,788.	465,800.			
KANSAS CITY SOUTHERN INDUSTRIES	177,180.	1,252,200.			
LORILLARD INC.	726,277.	3,500,100.			
KIMBERLY-CLARK COMPANY	1,016,149.	1,688,600.			

MELVILLE FOUNDATION

Account Number: 764-04264

REALIZED GAINS/(LOSSES)

Description	Quantity	Acquired Liquidation		Sale Amount	Cost Basis	Gains/(Losses) *	
		Date	Date			This Statement	Year to Date
EXELON CORPORATION	2000.0000	12/02/10	09/10/12	71,113.05	62,410.90	8,702.15	
EXELON CORPORATION	1000.0000	12/02/10	09/10/12	35,529.20	31,205.45	4,323.75	
EXELON CORPORATION	1000.0000	12/02/10	09/10/12	35,529.51	31,205.45	4,324.06	
EXELON CORPORATION	650.0000	12/02/10	09/10/12	23,076.49	20,283.55	2,792.94	
EXELON CORPORATION	1350.0000	12/02/10	09/10/12	47,928.12	42,125.52	5,802.60	
EXELON CORPORATION	200.0000	12/02/10	09/10/12	7,153.84	6,240.82	913.02	
EXELON CORPORATION	2000.0000	12/02/10	09/11/12	71,034.56	62,408.17	8,626.39	
EXELON CORPORATION	958.0000	12/02/10	09/11/12	33,826.46	29,893.51	3,932.95	
EXELON CORPORATION	42.0000	12/02/10	09/11/12	1,483.00	1,311.92	171.08	
EXELON CORPORATION	100.0000	12/02/10	09/11/12	3,529.94	3,123.63	406.31	
EXELON CORPORATION	900.0000	12/03/10	09/11/12	31,769.52	27,876.03	3,893.49	
EXELON CORPORATION	1000.0000	12/03/10	09/11/12	35,312.91	30,973.37	4,339.54	
EXELON CORPORATION	1200.0000	12/03/10	09/11/12	42,383.30	37,168.05	5,215.25	
EXELON CORPORATION	1000.0000	12/03/10	09/12/12	34,515.38	30,973.37	3,542.01	

+

001

6506

26 of 36

MELVILLE FOUNDATION

Account Number: 764-04264

24-Hour Assistance: (800) MERRILL

YOUR CMA FOR TRUST TRANSACTIONS

September 01, 2012 - September 28, 2012

REALIZED GAINS/(LOSSES) (continued)

Description	Quantity	Acquired Date	Liquidation Date	Sale Amount	Cost Basis	This Statement	Gains/(Losses) * Year to Date
EXELON CORPORATION	2000.0000	12/03/10	09/12/12	69,383.44	61,946.74	7,436.70	
EXELON CORPORATION	2000.0000	12/03/10	09/12/12	69,060.20	61,946.74	7,113.46	
EXELON CORPORATION	1200.0000	12/03/10	09/12/12	41,471.07	37,168.05	4,303.02	
SABA SOFTWARE INC	500.0000	09/06/06	09/10/12	4,479.20	2,565.00	1,914.20	
SABA SOFTWARE INC	100.0000	09/06/06	09/10/12	895.84	513.00	382.84	
SABA SOFTWARE INC	300.0000	09/06/06	09/10/12	2,687.52	1,539.00	1,148.52	
SABA SOFTWARE INC	100.0000	09/06/06	09/10/12	895.84	513.00	382.84	
SABA SOFTWARE INC	100.0000	09/06/06	09/10/12	895.84	513.00	382.84	
SABA SOFTWARE INC	100.0000	09/06/06	09/10/12	895.84	513.00	382.84	
SABA SOFTWARE INC	100.0000	09/06/06	09/10/12	895.84	514.00	381.84	
SABA SOFTWARE INC	100.0000	09/06/06	09/10/12	895.84	514.00	381.84	
SABA SOFTWARE INC	100.0000	09/06/06	09/10/12	895.84	520.00	375.84	
SABA SOFTWARE INC	500.0000	09/06/06	09/10/12	4,479.22	2,605.00	1,874.22	
SABA SOFTWARE INC	1000.0000	09/06/06	09/10/12	8,937.87	5,210.00	3,727.87	
SABA SOFTWARE INC	100.0000	09/06/06	09/10/12	893.78	514.00	379.78	
SABA SOFTWARE INC	100.0000	09/06/06	09/10/12	893.78	514.00	379.78	
SABA SOFTWARE INC	100.0000	09/06/06	09/10/12	893.79	514.00	379.79	
SABA SOFTWARE INC	700.0000	09/06/06	09/10/12	6,256.53	3,605.00	2,651.53	
SABA SOFTWARE INC	250.0000	09/06/06	09/10/12	2,249.82	1,287.50	962.32	
SABA SOFTWARE INC	1000.0000	09/06/06	09/10/12	8,999.27	5,150.00	3,849.27	
SABA SOFTWARE INC	50.0000	09/06/06	09/10/12	449.96	257.50	192.46	
SABA SOFTWARE INC	6.0000	09/06/06	09/10/12	53.99	30.84	23.15	
SABA SOFTWARE INC	194.0000	09/06/06	09/10/12	1,745.86	997.16	748.70	
SABA SOFTWARE INC	200.0000	09/06/06	09/10/12	1,799.86	1,028.00	771.86	
SABA SOFTWARE INC	6.0000	09/06/06	09/10/12	53.99	30.84	23.15	
SABA SOFTWARE INC	200.0000	09/06/06	09/10/12	1,799.87	1,028.00	771.87	
SABA SOFTWARE INC	94.0000	09/06/06	09/10/12	845.94	483.16	362.78	
SABA SOFTWARE INC	106.0000	09/06/06	09/11/12	963.03	544.84	418.19	
SABA SOFTWARE INC	100.0000	09/06/06	09/11/12	908.52	515.00	393.52	
SABA SOFTWARE INC	1000.0000	09/06/06	09/11/12	9,085.23	5,150.00	3,935.23	

+

001

6506

27 of 36

MELVILLE FOUNDATION

Account Number: 764-04264

YOUR CMA FOR TRUST TRANSACTIONS

September 01, 2012 - September 28, 2012

REALIZED GAINS/(LOSSES) (continued)

Description	Quantity	Acquired Date	Liquidation Date	Sale Amount	Cost Basis	This Statement	Gains/(Losses) * Year to Date
SABA SOFTWARE INC	494.0000	09/06/06	09/11/12	4,488.10	2,544.10	1,944.00	
SABA SOFTWARE INC	300.0000	09/12/06	09/11/12	2,725.58	1,554.00	1,171.58	
SABA SOFTWARE INC	500.0000	09/12/06	09/11/12	4,491.04	2,590.00	1,901.04	
SABA SOFTWARE INC	100.0000	09/12/06	09/11/12	898.20	518.00	380.20	
SABA SOFTWARE INC	1400.0000	09/12/06	09/11/12	12,574.94	7,252.00	5,322.94	
SABA SOFTWARE INC	100.0000	09/12/06	09/11/12	890.37	523.35	367.02	
SABA SOFTWARE INC	100.0000	09/12/06	09/11/12	890.37	518.00	372.37	
SABA SOFTWARE INC	100.0000	09/12/06	09/11/12	890.37	514.00	376.37	
SABA SOFTWARE INC	100.0000	09/12/06	09/11/12	890.37	514.00	376.37	
SABA SOFTWARE INC	1500.0000	09/12/06	09/11/12	13,355.55	7,725.00	5,630.55	
SABA SOFTWARE INC	800.0000	09/12/06	09/12/12	7,058.73	4,120.00	2,938.73	
SABA SOFTWARE INC	1200.0000	09/12/06	09/12/12	10,588.10	6,228.00	4,360.10	
SABA SOFTWARE INC	706.0000	09/12/06	09/12/12	6,316.98	3,664.14	2,652.84	
SABA SOFTWARE INC	100.0000	09/12/06	09/12/12	894.75	519.00	375.75	
SABA SOFTWARE INC	394.0000	09/12/06	09/12/12	3,525.34	2,048.80	1,476.54	
SABA SOFTWARE INC	100.0000	09/12/06	09/12/12	894.76	520.00	374.76	
SABA SOFTWARE INC	100.0000	09/12/06	09/12/12	894.75	518.00	376.75	
SABA SOFTWARE INC	100.0000	09/12/06	09/12/12	894.76	518.00	376.76	
SABA SOFTWARE INC	500.0000	09/12/06	09/12/12	4,473.81	2,590.00	1,883.81	
SABA SOFTWARE INC	1800.0000	09/12/06	09/12/12	16,241.89	9,324.00	6,917.89	
WALGREEN CO	3000.0000	09/02/10	09/10/12	105,597.03	84,516.84	21,080.19	
WALGREEN CO	3000.0000	09/02/10	09/10/12	105,571.79	84,516.83	21,054.96	
WALGREEN CO	3000.0000	09/02/10	09/10/12	105,601.65	84,516.84	21,084.81	
WALGREEN CO	1000.0000	09/02/10	09/10/12	35,109.21	28,172.28	6,936.93	
WALGREEN CO	3000.0000	09/02/10	09/11/12	105,419.75	84,516.83	20,902.92	
WALGREEN CO	3000.0000	09/02/10	09/11/12	105,510.27	84,516.84	20,993.43	
WALGREEN CO	3000.0000	09/02/10	09/11/12	105,537.88	84,516.83	21,021.05	
WALGREEN CO	1000.0000	09/02/10	09/11/12	34,979.22	28,172.28	6,806.94	
WALGREEN CO	3000.0000	09/02/10	09/12/12	105,475.58	84,516.83	20,958.75	
WALGREEN CO	3000.0000	09/02/10	09/12/12	105,781.73	84,516.84	21,264.89	

+

001

6506

28 of 36

MELVILLE FOUNDATION

Account Number: 764-04264

24-Hour Assistance: (800) MERRILL

YOUR CMA FOR TRUST TRANSACTIONS

September 01, 2012 - September 28, 2012

REALIZED GAINS/(LOSSES) (continued)

Description	Quantity	Acquired Date	Liquidation Date	Sale Amount	Cost Basis	This Statement	Gains/(Losses) * Year to Date
WALGREEN CO	3000.0000	09/02/10	09/12/12	105,662.63	84,516.83	21,145.80	
WALGREEN CO	1000.0000	09/02/10	09/12/12	35,271.71	28,172.28	7,099.43	
Subtotal (Long-Term)						353,344.26	353,344.26
TOTAL				1,868,245.11	1,514,900.85	353,344.26	353,344.26

* - Excludes transactions for which we have insufficient data

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION
53.4942(A)-3(D)(2) TO TREAT
EXCESS QUALIFYING DISTRIBUTIONS
AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 9

THE MELVILLE FOUNDATION HEREBY ELECTS TO TREAT THE CURRENT YEAR'S
QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING YEAR'S
UNDISTRIBUTED INCOME AS MADE OUT OF CORPUS.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 10

NAME OF MANAGER

HARRY BURN III C/O THE MELVILLE FDN.

JEAN BURN C/O THE MELVILLE FDN.

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 ☒
- 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. THE MELVILLE FOUNDATION	Employer identification number (EIN) or 22-2777140
	Number, street, and room or suite no. If a P.O. box, see instructions. 11556 TURTLE BEACH ROAD	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NORTH PALM BEACH, FL 33408	

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

HARRY BURN III

- The books are in the care of ► **11556 TURTLE BEACH ROAD - NORTH PALM BEACH, FL 33408**
Telephone No. ► **561-627-8048** FAX No. ►

- 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	\$	9,200.
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	\$	7,200.
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	\$	2,000.

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)