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Form **990-PF**

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

OMB No 1545-0052

2012Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation HORTON FAMILY FOUNDATION, INC.		A Employer identification number 22-2859557
Number and street (or P O box number if mail is not delivered to street address) 37 OLD FORT ROAD	Room/suite	B Telephone number (see instructions) 908-766-0276
City or town, state, and ZIP code BERNARDSVILLE NJ 07924		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) \$ 433,492	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here <input type="checkbox"/>

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	585		585	
	4 Dividends and interest from securities	9,280	9,280	9,280	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 STMT 1	4,390			
	b Gross sales price for all assets on line 6a 64,718				
	7 Capital gain net income (from Part IV, line 2)		1,586		
	8 Net short-term capital gain RECEIVED			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold JUL 19 2013				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	14,255	10,866	9,865	
	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) STMT 2	850		850	
	c Other professional fees (attach schedule) STMT 3	75		75	
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	162	162		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch) STMT 5	3,736	3,236	500	
	24 Total operating and administrative expenses. Add lines 13 through 23	4,823	3,398	1,425	0
	25 Contributions, gifts, grants paid	48,820			48,820
	26 Total expenses and disbursements. Add lines 24 and 25	53,643	3,398	1,425	48,820
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-39,388			
	b Net investment income (if negative, enter -0-)		7,468		
	c Adjusted net income (if negative, enter -0-)			8,440	

For Paperwork Reduction Act Notice, see instructions.

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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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash – non-interest-bearing	5,510	7,344	7,344
	2 Savings and temporary cash investments	20,599	14,988	14,988
	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 (att schedule) ▶ Less allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U S and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) SEE STMT 6	422,663	387,052	411,160
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	448,772	409,384	433,492	
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. ▶ <input checked="" type="checkbox"/>			
	24 Unrestricted	448,772	409,384	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	448,772	409,384	
	31 Total liabilities and net assets/fund balances (see instructions)	448,772	409,384	

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	448,772
2 Enter amount from Part I, line 27a	2	-39,388
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	409,384
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	409,384

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	SCHWAB			
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 1,586			1,586
b			
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			1,586
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	1,586
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	56,140	462,015	0.121511
2010	44,392	495,933	0.089512
2009	44,676	462,318	0.096635
2008	37,998	529,866	0.071712
2007	40,141	612,351	0.065552

2 Total of line 1, column (d)	2	0.444922
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	0.088984
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	428,838
5 Multiply line 4 by line 3	5	38,160
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	75
7 Add lines 5 and 6	7	38,235
8 Enter qualifying distributions from Part XII, line 4 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.	8	48,820

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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	75
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	75
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	75
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	275
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	275
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	200
11	Enter the amount of line 10 to be Credited to 2013 estimated tax 200 Refunded	11	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1a			X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? SEE STATEMENT 7	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?		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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) NJ		
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 N/A		
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 N/A		
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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 ► NONE	13		
14	The books are in care of ► JEAN HORTON 37 OLD FORT ROAD Located at ► BERNARDSVILLE NJ ZIP+4 ► 07924 Telephone no ► 908-766-0276			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	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?	N/A	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 ► 20 , 20 , 20 , 20	<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 ► 20 , 20 , 20 , 20		
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?		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?		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)?

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 (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
JEAN HORTON 37 OLD FORT ROAD	BERNARDSVILLE NJ 07924	TRUSTEE 1.00	0	0

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

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

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

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
NONE		

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
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	411,149
b	Average of monthly cash balances	1b	24,220
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	435,369
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	435,369
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	6,531
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	428,838
6	Minimum investment return. Enter 5% of line 5	6	21,442

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	21,442
2a	Tax on investment income for 2012 from Part VI, line 5	2a	75
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	75
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	21,367
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	21,367
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	21,367

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	48,820
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	48,820
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	75
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	48,745

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				21,367
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years. 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007	10,461			
b From 2008	11,879			
c From 2009	21,710			
d From 2010	19,781			
e From 2011	33,217			
f Total of lines 3a through e	97,048			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 48,820				
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				21,367
e Remaining amount distributed out of corpus	27,453			
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	124,501			
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				0
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)	10,461			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	114,040			
10 Analysis of line 9				
a Excess from 2008	11,879			
b Excess from 2009	21,710			
c Excess from 2010	19,781			
d Excess from 2011	33,217			
e Excess from 2012	27,453			

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

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year – see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

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

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

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

N/A

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

N/A

- c** Any submission deadlines

N/A

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

N/A

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE ATTACHED				48,820
Total			▶ 3a	48,820
b Approved for future payment N/A				
Total			▶ 3b	

Part XVII

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

- 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
- (2)** Other assets
- b** Other transactions
- (1)** Sales of assets to a noncharitable exempt organization
- (2)** Purchases of assets from a noncharitable exempt organization
- (3)** Rental of facilities, equipment, or other assets
- (4)** Reimbursement arrangements
- (5)** Loans or loan guarantees
- (6)** Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- 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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[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.

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes

**Sign
Here**

Signature of officer or trustee

Date _____

Title

TRUSTEE

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

GERARD T. WISLA

GERARD T. WISLA

06/20/13

Firm's name ► **WISLA & COHEN, LLP**

PTIN	P01257914
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Firm's address ▶ 4808 RAINBOW RIDGE CIRCLE
SCHWENKSVILLE, PA 19473

Firm's EIN ▶ 01-0761012

Phone no	610-287-0295
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Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
					Sale Price				
SEE ATTACHED	VARIOUS	VARIOUS		PURCHASE	\$ 63,132	\$ 60,328	\$	\$	2,804
TOTAL					\$ 63,132	\$ 60,328	\$ 0	\$ 0	2,804

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TAX PREPARATION	\$ 850	\$	850	\$
TOTAL	\$ 850	\$ 0	850	\$ 0

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL	\$ 75	\$	75	\$
TOTAL	\$ 75	\$ 0	75	\$ 0

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAX	\$ 162	\$ 162	\$	\$
TOTAL	\$ 162	\$ 162	\$ 0	\$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
ADMIN & OTHER	500		500	
INVESTMENT FEES	3,236	3,236		
TOTAL	<u>3,736</u>	<u>3,236</u>	<u>500</u>	<u>0</u>

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
CHARLES SCHWAB ACCOUNT	\$ 422,663	\$ 387,052	COST	\$ 411,160
TOTAL	\$ 422,663	\$ 387,052		\$ 411,160

Statement 7 - Form 990-PF, Part VII-A, Line 1b - Explanation of Spending for Political PurposeDescription

NJ PAC ANNUAL MEMBERSHIP \$500

Horton Family Foundation
Supplementary Information
2012

Grants and Contributions Paid

Name	Purpose	Amount	Name	Purpose	Amount
BASKING RIDGE PRESBY CHURCH	RELIGIOUS	3,250	BASKING RIDGE PRESBY CHURCH	RELIGIOUS	200
BASKING RIDGE PRESBY CHURCH	RELIGIOUS	100	USO	SOCIAL	50
BASKING RIDGE PRESBY CHURCH	RELIGIOUS	100	BERNARDSVILLE FIRE	CIVIC	50
BASKING RIDGE PRESBY CHURCH	RELIGIOUS	100	SALVATION ARMY	HUMANITARIAN	100
BERNARDSVILLE PBA	CIVIC	50	BIG HEART FOUND	RESEARCH	5,000
BASKING RIDGE PRESBY CHURCH	RELIGIOUS	100	FRIENDS OF UNASH	SOCIAL	300
BASKING RIDGE PRESBY CHURCH	RELIGIOUS	100	FRIENDS OF MATHENY	SOCIAL	35
BASKING RIDGE PRESBY CHURCH	RELIGIOUS	100	AMERICAN HEART	RESEARCH	50
ALTERNATIVES	SOCIAL	400	NY SYMTHONY	CULTURAL	500
FRIENDS OF THE SHELTER	SOCIAL	100	PHILA U THON	SOCIAL	200
SOMM HILLS YMCA	SOCIAL	100	UNITED WAY	HUMANITARIAN	500
SLOAN KETTERING	RESEARCH	100	TOYS FOR TOTS	HUMANITARIAN	50
BASKING RIDGE PRESBY CHURCH	RELIGIOUS	3,250	PAPER MILL PLAYHOUSE	CULTURAL	100
FRIENDS OF THE SHELTER	SOCIAL	600	NATIONAL WILD LIFE	ENVIRONMENTAL	50
FRIENDS OF THE SHELTER	SOCIAL	100	SALVATION ARMY	SOCIAL	500
BERNARDSVILLE LIBRARY	EDUCATION	2,000	DR WITHOUT BORDERS	HUMANITARIAN	250
TLC MINISTRIES	RELIGIOUS	100	MARCH OF DIMES	HUMANITARIAN	50
BERNARDSVILLE LIBRARY	EDUCATION	1,000	RONALD MCDONALD	SOCIAL	100
BERNARDSVILLE FIRST AID	CIVIC	500	LARKIN ST YOUTH	SOCIAL	500
NJ AUDUBON	ENVIRONMENTAL	100	BAY HEAD CHAPEL	RELIGIOUS	50
FRIENDS OF METHANY	SOCIAL	50	BASKING RIDGE PRESBY CHURCH	HUMANITARIAN	1,000
BASKING RIDGE PRESBY CHURCH	RELIGIOUS	350	CENTRAL UNITARIAN CHURCH	RELIGIOUS	1,000
SKIDMORE COLLEGE	EDUCATION	5,000	CENTRAL UNITARIAN CHURCH	RELIGIOUS	200
SKIDMORE COLLEGE	EDUCATION	300	COOKIES FOR KIDS	SOCIAL	30
UNICEF	HUMANITARIAN	100	UNA	SOCIAL	500
RONALD MCDONALD HOUSE	SOCIAL	105	SLOAN KETTERING	RESEARCH	100
PCCI	RESEARCH	350	PCCI	RESEARCH	100
MANASQUAN FIRST AID	CIVIC	200	AMERICAN RED CROSS	HUMANITARIAN	200
SEA GIRT FIRE	CIVIC	200	WOMENS CENTER DANBURY	SOCIAL	1,000
BASKING RIDGE PRESBY CHURCH	RELIGIOUS	3,250	BAY HEAD CHAPEL	RELIGIOUS	500
ST JUDES CHILDRENS HOSPITAL	RESEARCH	200	FRIENDS FOR A GREENER BVILLE	ENVIRONMENTAL	50
FRIENDS OF UNA	SOCIAL	1,000	ALTERNATIVES	SOCIAL	1,000
SEEING EYE	SOCIAL	50	SEA GIRT FIRE	CIVIC	100
SEA GIRT LIGHT HOUSE	ENVIRONMENTAL	50	PREVENT GUN VIOLENCE	SOCIAL	1,000
BASKING RIDGE PRESBY CHURCH	RELIGIOUS	1,000			
LARKIN ST YOUTH SERVICE	SOCIAL	500			
BASKING RIDGE PRESBY CHURCH	RELIGIOUS	250			
SAVE BARNEGAT BAY	ENVIRONMENTAL	50			
BHYC FOUNDATION	SOCIAL	100			
FRIENDS FOR A GREENER BVILLE	ENVIRONMENTAL	100			
ALTERNATIVES	SOCIAL	125			
LORENS GNMA	RESEARCH	250			
THIRTEEN	SOCIAL	150			
BASKING RIDGE PRESBY CHURCH	RELIGIOUS	3,250			
BASKING RIDGE PRESBY CHURCH	RELIGIOUS	100			
BASKING RIDGE PRESBY CHURCH	RELIGIOUS	100			
PCCI	RESEARCH	200			
TLCM	SOCIAL	200			
BASKING RIDGE PRESBY CHURCH	RELIGIOUS	200			
HOMELESS SOLUTIONS	SOCIAL	200			
RESOURCE CENTER	EDUCATION	150			
UNICEF	HUMANITARIAN	175			
SOMM HILLS EDU FOUND	EDUCATION	100			
AMERICAN RED CROSS	HUMANITARIAN	100			
HABITAT FOR HUMANITY	HUMANITARIAN	250			
FRIENDS OF UNA-ADC	SOCIAL	1,750			
FRIENDS OF BVILLE PUB LIBRARY	EDUCATION	500			
FRIENDS OF SHELTER	SOCIAL	100			
AMERICAN LUNG	RESEARCH	50			
		<u>33,405</u>			
			TOTAL		<u>48,820</u>

2012 Year-End Schwab Gain/Loss Report

	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Accounting Method	
					Mutual Funds Average	All Other Investments High Cost
Long-Term					Cost Basis	Realized Gain or (Loss)
LEHMAN BROS HLDGS 0XXX*IN DEFAULT*DUUE 02/13/09 524908UP3	6,000 0000	02/13/07	04/17/12	\$491 03	\$0 00 ^a	\$491 03
Security Subtotal				\$491.03	\$0.00	\$491.03
MERGER FUND: MERFX	419 0880	multiple	01/11/12	\$6,529 39	\$6,339 92 ^a	\$189.47
Security Subtotal				\$6,529.39	\$6,339.92	\$189.47
PIMCO LOW DURATION FUND INSTL CL PTLDX	1,148 0420	multiple	06/18/12	\$12,000 00	\$11,466 51 ^a	\$533.49
Security Subtotal				\$12,000.00	\$11,466.51	\$533.49
SCHWAB FUNDAMENTAL US LARGE CO INDEX SFLNX	1,263 3620	06/15/07	03/09/12	\$13,000 00	\$12,692 67 ^a	\$307 33
Security Subtotal				\$13,000.00	\$12,692.67	\$307.33
SCHWAB FUNDAMENTAL US LARGE CO INDEX SFLNX	1,282 0510	06/15/07	09/18/12	\$14,000 00	\$12,880 44 ^a	\$1,119 56
Security Subtotal				\$14,000.00	\$12,880.44	\$1,119.56
Security Subtotal				\$27,000.00	\$25,573.11	\$1,426.89
STEELPATH MLP SLCT 40 FD CL Y MLPYX	281.3120	04/07/10	04/02/12	\$3,063 18	\$2,708 66	\$354 52
Security Subtotal				\$3,063.18	\$2,708.66	\$354.52
TURNER SPECTRUM FD INST CL TSPEX	785 9260	04/28/10	04/02/12	\$8,790 23	\$8,768 70 ^a	\$21 53
Security Subtotal				\$8,790.23	\$8,768.70	\$21.53

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

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charles SCHWAB
INSTITUTIONAL

Schwab One® Account of
HORTON FAMILY FOUNDATION, INC.

Report Period
**January 1 - December 31,
2012**

2012 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds: Average
All Other Investments: High Cost

Realized Gain or (Loss) (continued)

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD MSCI EMERGING MARKETS ETF. VWO	133 0000	11/11/09	01/11/12	\$5,257.88	\$5,470.91 ^a	(\$213.03)
Security Subtotal				\$5,257.88	\$5,470.91	(\$213.03)
Total Long-Term				\$63,131.71	\$60,327.81	\$2,803.90

Total Realized Gain or (Loss)

Schwab has provided realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. See Terms and Conditions.
Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Endnotes For Your Account

Symbol Endnote Legend

^a Data for this holding has been edited or provided by the advisor

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

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