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2012

Open to Public
InspectionDepartment of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code
(except black lung benefit trust or private foundation)

► The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the 2012 calendar year, or tax year beginning

, 2012, and ending

B Check if applicable		C The Michaels Organization Educational Foundation P.O. BOX 994 MARLTON, NJ 08053		D Employer identification number 22-3113975
<input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending				E Telephone number 856-596-0500
				G Gross receipts \$ 628,417.
I Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527				H(a) Is this a group return for affiliates? <input checked="" type="checkbox"/> Yes <input checked="" type="checkbox"/> No
J Website: ► WWW.THEMICHAELSORG.COM				H(b) Are all affiliates included? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If 'No,' attach a list (see instructions)
K Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ►				L Year of formation 1991 M State of legal domicile PA

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: <u>Awarding Educational Scholarships</u>

Revenue	2 Check this box ► <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets
	3 Number of voting members of the governing body (Part VI, line 1a) 3 4 Number of independent voting members of the governing body (Part VI, line 1b) 4 5 Total number of individuals employed in calendar year 2012 (Part V, line 2a) 5 6 Total number of volunteers (estimate if necessary) 6 7a Total unrelated business revenue from Part VIII, column (C), line 12 7a b Net unrelated business taxable income from Form 990-T, line 34 7b
SCANNED DEC 02 2014 Not Assets of Fund Balances	Prior Year 353,609. Current Year 596,157.
	128. 260. -22,678. -20,372. 331,059. 576,045.
Expenses	8 Contributions and grants (Part VIII, line 1h) 8 9 Program service revenue (Part VIII, line 2g) 9 10 Investment income (Part VIII, column (A), lines 3, 4, and 7d) 10 11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) 11 12 Total revenue – add lines 8 through 11 (must equal Part VIII, column (A), line 12) 12
	274,108. 285,732.
RECEIVED GODEN, UT 11/14/13 OSC	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3) 13 14 Benefits paid to or for members (Part IX, column (A), line 4) 14 15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) 15 16a Professional fundraising fees (Part IX, column (A), line 11e) 16a b Total fundraising expenses (Part IX, column (D), line 25) ► 49,111. 50,906. 17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) 17 18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25) 18 19 Revenue less expenses. Subtract line 18 from line 12 19
	323,219. 336,638. 7,840. 239,407.
Beginning of Current Year 149,280. End of Year 399,686. 0. 11,000. 149,280. 388,686.	

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge

Sign Here	Signature of officer		Date 11-14-13
	William C. Geddes Type or print name and title		Controller
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature Self-Prepared	Date
	Firm's name ►		Check <input type="checkbox"/> if self-employed
	Firm's address ►		Firm's EIN ►
		Phone no	

May the IRS discuss this return with the preparer shown above? (see instructions)

BAA For Paperwork Reduction Act Notice, see the separate instructions.

TEEA0113L 12/18/12

Form 990 (2012)

G17

24

Part III Statement of Program Service AccomplishmentsCheck if Schedule O contains a response to any question in this Part III 1 Briefly describe the organization's mission:Awarding Educational Scholarships2 Did the organization undertake any significant program services during the year which were not listed on the prior

Form 990 or 990-EZ?

 Yes No

If 'Yes,' describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services?

If 'Yes,' describe these changes on Schedule O.

 Yes No4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported**4 a** (Code: _____) (Expenses \$ 285,732. including grants of \$ 285,732.) (Revenue \$ _____)The Corporation provided educational scholarships and generally promoted the education of residents of low-income communities, employee dependents and military bases. Scholarships are granted at the discretion of the Board of Directors**4 b** (Code: _____) (Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)**4 c** (Code: _____) (Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)**4 d** Other program services (Describe in Schedule O)

(Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

4 e Total program service expenses ► 285,732.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If 'Yes,' complete Schedule A	1 X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?	2 X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I	3 X	
4 Section 501(c)(3) organizations Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If 'Yes,' complete Schedule C, Part II	4 X	
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If 'Yes,' complete Schedule C, Part III	5 X	
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If 'Yes,' complete Schedule D, Part I	6 X	
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If 'Yes,' complete Schedule D, Part II	7 X	
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If 'Yes,' complete Schedule D, Part III	8 X	
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management credit repair, or debt negotiation services? If 'Yes,' complete Schedule D, Part IV	9 X	
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If 'Yes,' complete Schedule D, Part V	10 X	
11 If the organization's answer to any of the following questions is 'Yes', then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings and equipment in Part X, line 10? If 'Yes,' complete Schedule D, Part VI	11a X	
b Did the organization report an amount for investments – other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VII	11b X	
c Did the organization report an amount for investments – program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VIII	11c X	
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part IX	11d X	
e Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X	11e X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If 'Yes,' complete Schedule D, Part X	11f X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? If 'Yes,' complete Schedule D, Parts XI, and XII	12a X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? If 'Yes,' and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI and XII is optional	12b X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E	13 X	
14a Did the organization maintain an office, employees, or agents outside of the United States?	14a X	
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If 'Yes,' complete Schedule F, Parts I and IV	14b X	
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If 'Yes,' complete Schedule F, Parts II and IV	15 X	
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If 'Yes,' complete Schedule F, Parts III and IV	16 X	
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If 'Yes,' complete Schedule G, Part I (see instructions)	17 X	
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If 'Yes,' complete Schedule G, Part II	18 X	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If 'Yes,' complete Schedule G, Part III	19 X	
20a Did the organization operate one or more hospital facilities? If 'Yes,' complete Schedule H	20 X	
b If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b X	

Part IV Checklist of Required Schedules (continued)

		Yes	No
21	Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? If 'Yes,' complete Schedule I, Parts I and II	21	X
22	Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? If 'Yes,' complete Schedule I, Parts I and III	22	X
23	Did the organization answer 'Yes' to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If 'Yes,' complete Schedule J	23	X
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, and that was issued after December 31, 2002? If 'Yes,' answer lines 24b through 24d and complete Schedule K. If 'No,' go to line 25	24a	X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b	
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c	
d	Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?	24d	
25a	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If 'Yes,' complete Schedule L, Part I	25a	X
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If 'Yes,' complete Schedule L, Part I	25b	X
26	Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If 'Yes,' complete Schedule L, Part II	26	X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If 'Yes,' complete Schedule L, Part III	27	X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)	28a	X
a	A current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV	28b	X
b	A family member of a current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV	28c	X
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If 'Yes,' complete Schedule L, Part IV	29	X
29	Did the organization receive more than \$25,000 in non-cash contributions? If 'Yes,' complete Schedule M	30	X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If 'Yes,' complete Schedule M	31	X
31	Did the organization liquidate, terminate, or dissolve and cease operations? If 'Yes,' complete Schedule N, Part I	32	X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If 'Yes,' complete Schedule N, Part II	33	X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If 'Yes,' complete Schedule R, Part I	34	X
34	Was the organization related to any tax-exempt or taxable entity? If 'Yes,' complete Schedule R, Parts II, III, IV, and V, line 1	35a	X
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35b	
b	If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' complete Schedule R, Part V, line 2	36	X
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If 'Yes,' complete Schedule R, Part V, line 2	37	X
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If 'Yes,' complete Schedule R, Part VI	38	X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note: All Form 990 filers are required to complete Schedule O		

Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response to any question in this Part V

		Yes	No
1 a	Enter the number reported in Box 3 of Form 1096 Enter -0- if not applicable	1 a	0
1 b	Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable	1 b	0
1 c	c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1 c	
2 a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2 a	0
2 b	b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file. (see instructions)	2 b	
3 a	3 a Did the organization have unrelated business gross income of \$1,000 or more during the year?	3 a	X
3 b	b If 'Yes' has it filed a Form 990-T for this year? If 'No,' provide an explanation in Schedule O	3 b	
4 a	4 a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)? b If 'Yes,' enter the name of the foreign country ► See instructions for filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts.	4 a	X
5 a	5 a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5 a	X
5 b	b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5 b	X
5 c	c If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T?	5 c	
6 a	6 a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions? b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6 a	X
6 b		6 b	
7 a	7 a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7 a	X
7 b	b If 'Yes,' did the organization notify the donor of the value of the goods or services provided?	7 b	
7 c	c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7 c	X
7 d	d If 'Yes,' indicate the number of Forms 8282 filed during the year	7 d	
7 e	e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7 e	X
7 f	f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7 f	X
7 g	g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7 g	
7 h	h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7 h	
8	8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	8	
9 a	9 Sponsoring organizations maintaining donor advised funds. a Did the organization make any taxable distributions under section 4966?	9 a	
9 b	b Did the organization make a distribution to a donor, donor advisor, or related person?	9 b	
10 a	10 Section 501(c)(7) organizations. Enter a Initiation fees and capital contributions included on Part VIII, line 12	10 a	
10 b	b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10 b	
11 a	11 Section 501(c)(12) organizations. Enter a Gross income from members or shareholders	11 a	
11 b	b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11 b	
12 a	12 a Section 4947(a)(1) non - exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041? b If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year	12 a	
12 b	12 b	12 b	
13 a	13 Section 501(c)(29) qualified nonprofit health insurance issuers. a Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O	13 a	
13 b	b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13 b	
13 c	c Enter the amount of reserves on hand	13 c	
14 a	14 a Did the organization receive any payments for indoor tanning services during the tax year? b If 'Yes,' has it filed a Form 720 to report these payments? If 'No,' provide an explanation in Schedule O	14 a	X
14 b	14 b	14 b	

Part VI : Governance, Management and Disclosure For each 'Yes' response to lines 2 through 7b below, and for a 'No' response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI

Section A. Governing Body and Management

1 a Enter the number of voting members of the governing body at the end of the tax year
If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O

1 a 4

1 b

2 b Enter the number of voting members included in line 1a, above, who are independent

2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee or key employee? See Schedule O

3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?

4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?

5 Did the organization become aware during the year of a significant diversion of the organization's assets?

6 Did the organization have members or stockholders?

7 a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?

7 b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or other persons other than the governing body?

8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:

a The governing body?

b Each committee with authority to act on behalf of the governing body?

9 Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If 'Yes,' provide the names and addresses in Schedule O

	Yes	No
1 a		
1 b		
2	X	
3		X
4		X
5		X
6		X
7 a		X
7 b		X
8 a	X	
8 b	X	
9		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

10 a Did the organization have local chapters, branches, or affiliates?

b If 'Yes,' did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?

11 a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?

b Describe in Schedule O the process, if any, used by the organization to review this Form 990 See Schedule O

12 a Did the organization have a written conflict of interest policy? If 'No,' go to line 13

b Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?

c Did the organization regularly and consistently monitor and enforce compliance with the policy? If 'Yes,' describe in Schedule O how this is done

13 Did the organization have a written whistleblower policy?

14 Did the organization have a written document retention and destruction policy?

15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?

a The organization's CEO, Executive Director, or top management official

b Other officers of key employees of the organization

If 'Yes' to line 15a or 15b, describe the process in Schedule O (See instructions.)

16 a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?

b If 'Yes,' did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?

	Yes	No
10 a		X
10 b		
11 a	X	
12 a		X
12 b		
12 c		
13		X
14		X
15 a		X
15 b		X
16 a		X
16 b		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ► None

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply

Own website Another's website Upon request Other (explain in Schedule O)

19 Describe in Schedule O whether (and if so, how) the organization makes its governing documents, conflict of interest policy, and financial statements available to the public during the tax year. See Schedule O

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization

► INTERSTATE REALTY MGMT. CO. 3 E. STOW ROAD MARLTON NJ 08053-0994 856-596-0500

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

 Check if Schedule O contains a response to any question in this Part VII
Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1 a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid

- List all of the organization's **current** key employees, if any. See instructions for definition of 'key employee'

- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.

- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.

- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors, institutional trustees; officers; key employees; highest compensated employees; and former such persons

 Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organiza- tions below dotted line)	(C)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099 MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Or director	Individual trustee	Institutional trustee	Officer	Key employee	Highest compensated			
(1) MICHAEL J. LEVITT President	0 0	X		X				0.	0.	0.
(2) PATRICIA LEVITT Vice President	0 0	X		X				0.	0.	0.
(3) E. JAMES HENDERSON Vice President	0 0	X		X				0.	0.	0.
(4) JAMES V. BLEILER Secretary	0 0	X		X				0.	326,062.	34,942.
(5)										
(6)										
(7)										
(8)										
(9)										
(10)										
(11)										
(12)										
(13)										
(14)										

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (cont)

(A) Name and title	(B) Average hours per week (list any hours for related organiza tions below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)			(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Officer or director	Institutional trustee or individual trustee	Key employee	Former employee Highest compensated		
(15)							
(16)							
(17)							
(18)							
(19)							
(20)							
(21)							
(22)							
(23)							
(24)							
(25)							
1 b Sub-total					► 0.	326,062.	34,942.
c Total from continuation sheets to Part VII, Section A					► 0.	0.	0.
d Total (add lines 1b and 1c)					► 0.	326,062.	34,942.
2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization ► 0							

	Yes	No
3 Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? If 'Yes,' complete Schedule J for such individual	3 X	
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If 'Yes' complete Schedule J for such individual	4 X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If 'Yes,' complete Schedule J for such person	5 X	

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization ► 0

Part VIII Statement of RevenueCheck if Schedule O contains a response to any question in this Part VIII

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
CONTRIBUTIONS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS	1 a Federated campaigns	1 a			
	b Membership dues	1 b			
	c Fundraising events	1 c	100,781.		
	d Related organizations	1 d			
	e Government grants (contributions)	1 e			
	f All other contributions, gifts, grants, and similar amounts not included above	1 f	495,376.		
	g Noncash contributions included in line 1a-1f		\$		
PROGRAM SERVICE REVENUE	h Total. Add lines 1a-1f		596,157.		
OTHER REVENUE		Business Code			
	2 a				
	b				
	c				
	d				
	e				
	f All other program service revenue				
g Total. Add lines 2a-2f					
3	Investment income (including dividends, interest and other similar amounts)		260.		260.
4	Income from investment of tax-exempt bond proceeds				
5	Royalties				
6 a	Gross rents	(i) Real	(ii) Personal		
b	Less: rental expenses				
c	Rental income or (loss)				
d	Net rental income or (loss)				
7 a	Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other		
b	Less: cost or other basis and sales expenses				
c	Gain or (loss)				
d	Net gain or (loss)				
8 a	Gross income from fundraising events (not including \$ 100,781. of contributions reported on line 1c)				
See Part IV, line 18	a 32,000.				
b Less: direct expenses	b 52,372.				
c Net income or (loss) from fundraising events		-20,372.			-20,372.
9 a	Gross income from gaming activities.				
See Part IV, line 19	a				
b Less: direct expenses	b				
c Net income or (loss) from gaming activities					
10 a	Gross sales of inventory, less returns and allowances	a			
b Less: cost of goods sold	b				
c Net income or (loss) from sales of inventory					
Miscellaneous Revenue	Business Code				
11 a					
b					
c					
d All other revenue					
e Total. Add lines 11a-11d					
12 Total revenue. See instructions			576,045.	0.	0. -20,112.

Part IX: Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A)

Check if Schedule O contains a response to any question in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22	285,732.	285,732.		
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	0.	0.	0.	0.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0.	0.	0.	0.
7 Other salaries and wages				
8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management				
b Legal	638.		638.	
c Accounting				
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amt exceeds 10% of line 25, column (A) amt, list line 11g expenses on Sch O)	Sch O	43,407.		43,407.
12 Advertising and promotion				
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel	1,415.		1,415.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance				
24 Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O)				
a PRINTING & REPRODUCTION	2,001.		2,001.	
b EQUIPMENT MAINTENANCE	884.		884.	
c EQUIPMENT RENTAL	785.		785.	
d DUES AND SUBSCRIPTIONS	550.		550.	
e All other expenses	1,226.		1,226.	
25 Total functional expenses. Add lines 1 through 24e	336,638.	285,732.	50,906.	0.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation Check here □ if following SOP 98-2 (ASC 958-720)				

Part X **Balance Sheet**Check if Schedule O contains a response to any question in this Part X

		(A) Beginning of year	(B) End of year	
ASSETS	1 Cash – non-interest-bearing	75,838.	1 263,403.	
	2 Savings and temporary cash investments	2		
	3 Pledges and grants receivable, net	3		
	4 Accounts receivable, net	72,442.	4 131,628.	
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L			
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L			
	7 Notes and loans receivable, net		5	
	8 Inventories for sale or use		6	
	9 Prepaid expenses and deferred charges		7	
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a		
	b Less accumulated depreciation	10b		10c
	11 Investments – publicly traded securities		11	
	12 Investments – other securities See Part IV, line 11		12	
	13 Investments – program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets See Part IV, line 11		15	
16 Total assets. Add lines 1 through 15 (must equal line 34)		149,280.	16 399,686.	
LIABILITIES	17 Accounts payable and accrued expenses		17 11,000.	
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D		25	
	26 Total liabilities. Add lines 17 through 25		0.	26 11,000.
NET ASSETS OR FUND BALANCE	Organizations that follow SFAS 117 (ASC 958), check here ► <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	149,280.	27 388,686.	
	28 Temporarily restricted net assets		28	
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here ► <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	149,280.	33 388,686.	
	34 Total liabilities and net assets/fund balances	149,280.	34 399,686.	

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Form 990 (2012)

Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response to any question in this Part XI

1 Total revenue (must equal Part VIII, column (A), line 12)	1	576,045.
2 Total expenses (must equal Part IX, column (A), line 25)	2	336,638.
3 Revenue less expenses Subtract line 2 from line 1	3	239,407.
4 Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	149,280.
5 Net unrealized gains (losses) on investments	5	
6 Donated services and use of facilities	6	
7 Investment expenses	7	
8 Prior period adjustments	8	
9 Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10 Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	388,687.

Part XII Financial Statements and ReportingCheck if Schedule O contains a response to any question in this Part XII 1 Accounting method used to prepare the Form 990 Cash Accrual Other _____

If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O

2a Were the organization's financial statements compiled or reviewed by an independent accountant?

If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:

 Separate basis Consolidated basis Both consolidated and separate basis

b Were the organization's financial statements audited by an independent accountant?

If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both:

 Separate basis Consolidated basis Both consolidated and separate basis

c If 'Yes' to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?

If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O

3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?

b If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits

	Yes	No
2a	X	
2b	X	
2c	X	
3a	X	
3b		

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

OMB No. 1545-0047

2012

 Open to Public
Inspection

Name of the organization	The Michaels Organization Educational Foundation	Employer identification number
		22-3113975

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box)

1 A church, convention of churches or association of churches described in **section 170(b)(1)(A)(i)**.
 2 A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E)
 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state:
 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
 8 A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
 9 An organization that normally receives (1) more than 33-1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions — subject to certain exceptions, and (2) no more than 33-1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
 10 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 a Type I b Type II c Type III — Functionally integrated d Type III — Non-functionally integrated

e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)
 f If the organization received a written determination from the IRS that is a Type I, Type II or Type III supporting organization, check this box
 g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?
 (ii) A family member of a person described in (i) above?
 (iii) A 35% controlled entity of a person described in (i) or (ii) above?

	Yes	No
11 g (i)		
11 g (ii)		
11 g (iii)		

h Provide the following information about the supported organization(s)

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in column (i) listed in your governing document?		(v) Did you notify the organization in column (i) of your support?		(vi) Is the organization in column (i) organized in the U.S.?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
(A)									
(B)									
(C)									
(D)									
(E)									
Total									

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Schedule A (Form 990 or 990-EZ) 2012

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►

	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any unusual grants)	341,021.	268,692.	313,008.	353,609.	596,157.	1,872,487.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0.
3 The value of services or facilities furnished by a governmental unit to the organization without charge						0.
4 Total. Add lines 1 through 3	341,021.	268,692.	313,008.	353,609.	596,157.	1,872,487.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						1,015,269.
6 Public support. Subtract line 5 from line 4						857,218.

Section B. Total Support

Calendar year (or fiscal year beginning in) ►

	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4	341,021.	268,692.	313,008.	353,609.	596,157.	1,872,487.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	383.	343.	178.	128.	260.	1,292.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						0.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						0.
11 Total support. Add lines 7 through 10						1,873,779.
12 Gross receipts from related activities, etc (see instructions)					12	1,327,981.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input checked="" type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f))	14	45.75 %
15 Public support percentage from 2011 Schedule A, Part II, line 14	15	43.54 %

16a 33-1/3% support test – 2012. If the organization did not check the box on line 13, and the line 14 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization b 33-1/3% support test – 2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization 17a 10%-facts-and-circumstances test – 2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization b 10%-facts-and-circumstances test – 2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization 18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions

Part III**Support Schedule for Organizations Described in Section 509(a)(2)**

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal yr beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions and membership fees received. (Do not include any 'unusual grants')						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal yr beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add Ins 9, 10c, 11, and 12)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						► <input type="checkbox"/>

Section C. Computation of Public Support Percentage

15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2011 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2011 Schedule A, Part III, line 17	18	%
19a 33-1/3% support tests – 2012. If the organization did not check the box on line 14, and line 15 is more than 33-1/3%, and line 17 is not more than 33-1/3%, check this box and stop here . The organization qualifies as a publicly supported organization		► <input type="checkbox"/>
b 33-1/3% support tests – 2011. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33-1/3%, and line 18 is not more than 33-1/3%, check this box and stop here . The organization qualifies as a publicly supported organization		► <input type="checkbox"/>
20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions		► <input type="checkbox"/>

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

SCHEDULE D
(Form 990)Department of the Treasury
Internal Revenue Service**Supplemental Financial Statements**

OMB No 1545-0047

2012**Open to Public
Inspection**

Name of the organization

Employer identification number

The Michaels Organization
Educational Foundation

22-3113975

Part I **Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?	<input type="checkbox"/> Yes	<input type="checkbox"/> No

Part II **Conservation Easements.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)	<input type="checkbox"/> Preservation of land for public use (e.g , recreation or education)	<input type="checkbox"/> Preservation of an historically important land area
	<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of a certified historic structure
	<input type="checkbox"/> Preservation of open space	
2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.		
		Held at the End of the Tax Year
a Total number of conservation easements	2 a	
b Total acreage restricted by conservation easements	2 b	
c Number of conservation easements on a certified historic structure included in (a)	2 c	
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2 d	
3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ►		
4 Number of states where property subject to conservation easement is located ►		
5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ►		
7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ► \$		
8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.		

Part III **Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.**
Complete if the organization answered 'Yes' to Form 990, Part IV, line 8.

1 a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items	
b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items	
(i) Revenues included in Form 990, Part VIII, line 1	► \$
(ii) Assets included in Form 990, Part X	► \$
2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items.	
a Revenues included in Form 990, Part VIII, line 1	► \$
b Assets included in Form 990, Part X	► \$

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TEEA3301L 09/18/12

Schedule D (Form 990) 2012

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply).

a Public exhibition
 b Scholarly research
 c Preservation for future generations

d Loan or exchange programs
 e Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered 'Yes' to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1 a Is the organization an agent, trustee, custodian, or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If 'Yes,' explain the arrangement in Part XIII and complete the following table.

	Amount
1 c	
1 d	
1 e	
1 f	

2 a Did the organization include an amount on Form 990, Part X, line 21?

b If 'Yes,' explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII

Part V Endowment Funds. Complete if the organization answered 'Yes' to Form 990, Part IV, line 10.

	(a) Current	(b) Prior year	(c) Two years	(d) Three years	(e) Four years
1 a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as

a Board designated or quasi-endowment ► %

b Permanent endowment ► %

c Temporarily restricted endowment ► %

The percentages in lines 2a, 2b, and 2c should equal 100%

3 a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

(i) unrelated organizations

(ii) related organizations

b If 'Yes' to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIII the intended uses of the organization's endowment funds.

	Yes	No
3a(i)		
3a(ii)		
3b		

Part VI Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1 a Land				
b Buildings				
c Leasehold improvements				
d Equipment				
e Other				

Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c)) ► 0.

Schedule D (Form 990) 2012

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Part VII Investments – Other Securities. See Form 990, Part X, line 12. N/A

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A) -----		
(B) -----		
(C) -----		
(D) -----		
(E) -----		
(F) -----		
(G) -----		
(H) -----		
(I) -----		
Total. (Column (b) must equal Form 990, Part X, column (B) line 12.) ►		

Part VIII Investments – Program Related. See Form 990, Part X, line 13. N/A

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Column (b) must equal Form 990, Part X, column (B) line 13.) ►		

Part IX Other Assets. See Form 990, Part X, line 15. N/A

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, column (B), line 15.) ►	

Part X Other Liabilities. See Form 990, Part X, line 25.

(a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, column (B) line 25.) ►	

2. FIN 48 (ASC 740) Footnote In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740) Check here if the text of the footnote has been provided in Part XIII See Part XIII

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1 Total revenue, gains, and other support per audited financial statements	1	681,378.
2 Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a Net unrealized gains on investments	2a	
b Donated services and use of facilities	2b	52,961.
c Recoveries of prior year grants	2c	
d Other (Describe in Part XIII.) See Part XIII	2d	52,372.
e Add lines 2a through 2d	2e	105,333.
3 Subtract line 2e from line 1	3	576,045.
4 Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b Other (Describe in Part XIII.)	4b	
c Add lines 4a and 4b	4c	
5 Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	576,045.

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1 Total expenses and losses per audited financial statements	1	441,971.
2 Amounts included on line 1 but not on Form 990, Part IX, line 25		
a Donated services and use of facilities	2a	52,961.
b Prior year adjustments	2b	
c Other losses	2c	
d Other (Describe in Part XIII.) See Part XIII	2d	52,372.
e Add lines 2a through 2d	2e	105,333.
3 Subtract line 2e from line 1	3	336,638.
4 Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b Other (Describe in Part XIII.)	4b	
c Add lines 4a and 4b	4c	
5 Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	336,638.

Part XIII Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4; Part IV, lines 1b and 2b, Part V, line 4; Part X, line 2, Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

Part X - FIN 48 Footnote

The foundation is exempt from federal income taxes under section 501(c)(3) of the internal revenue code and is treated as a publicly supported organization.

For the year ended December 31, 2012, the foundation did not identify any uncertain

tax positions taken or expected to be taken in an income tax return which would

require adjustments to or disclosure in its financial statements. In addition, the

foundation believes it has not engaged in any activities for which its tax-exempt

BAA

Schedule D (Form 990) 2012

Part XIII **Supplemental Information (continued)****Part X - FIN 48 Footnote (continued)**

status would not be sustained under Internal Revenue Service examination.

Generally, the Foundation is potentially not subject to Federal income tax for years before 2008.

SCHEDULE G
(Form 990 or 990-EZ)

Supplemental Information Regarding Fundraising or Gaming Activities

OMB No 1545-0047

2012

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

Complete if the organization answered 'Yes' to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.
► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

Name of the organization The Michaels Organization
Educational Foundation

Employer identification number
22-3113975

Part I

Fundraising Activities. Complete if the organization answered 'Yes' to Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

Form 355 - Firms are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a Mail solicitations
- b Internet and email solicitations
- c Phone solicitations
- d In-person solicitations
- e Solicitation of non-government grants
- f Solicitation of government grants
- g Special fundraising events

2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services?

Yes No

b If 'Yes,' list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?	(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in column (i)	(vi) Amount paid to (or retained by) organization
		Yes	No		
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
Total					0.

total

0.

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing

Part III **Fundraising Events.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1 Golf Tournamen (event type)	(b) Event #2	(c) Other events None (total number)	(d) Total events (add column (a) through column (c))
R E V E N U E	1 Gross receipts	132,781.			132,781.
	2 Less. Charitable contributions	100,781.			100,781.
	3 Gross income (line 1 minus line 2)	32,000.			32,000.
D I R E C T E X P E N S E S S E N C E	4 Cash prizes				
	5 Noncash prizes				
	6 Rent/facility costs				
	7 Food and beverages				
	8 Entertainment				
	9 Other direct expenses	52,372.			52,372.
	10 Direct expense summary. Add lines 4 through 9 in column (d)				52,372.
	11 Net income summary. Combine line 3, column (d), and line 10				-20,372.

Part III **Gaming.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add column (a) through column (c))
R E V E N U E	1 Gross revenue				
	2 Cash prizes				
	3 Non-cash prizes				
D I R E C T E X P E N S E S S E N C E	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	
	7 Direct expense summary. Add lines 2 through 5 in column (d)				►
	8 Net gaming income summary. Combine lines 1, column (d) and line 7				►

9 Enter the state(s) in which the organization operates gaming activities _____

a Is the organization licensed to operate gaming activities in each of these states? Yes No

b If 'No,' explain. _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? Yes No

b If 'Yes,' explain. _____

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

Complete if the organization answered 'Yes' to Form 990, Part IV, line 21 or 22.
► Attach to Form 990.

Name of the organization

The Michael's Organization

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Governments and Organizations in the United States

Form 990, Part IV, line 21 for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) _____	_____	_____	_____	_____	_____	_____	_____
(2) _____	_____	_____	_____	_____	_____	_____	_____
(3) _____	_____	_____	_____	_____	_____	_____	_____
(4) _____	_____	_____	_____	_____	_____	_____	_____
(5) _____	_____	_____	_____	_____	_____	_____	_____
(6) _____	_____	_____	_____	_____	_____	_____	_____
(7) _____	_____	_____	_____	_____	_____	_____	_____
(8) _____	_____	_____	_____	_____	_____	_____	_____

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table

3 Enter total number of other organizations listed in the line 1 table

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

► 0
► 0

TEEA3901L 11/30/12

Schedule I (Form 990) (2012)

OMB No. 1545-0047
2012



Employer identification number

22-3113975

Schedule 1 (Form 990) (2012) The Michaels Organization

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered 'Yes' to Form 990, Part IV, line 22.
 Part III can be duplicated if additional space is needed.

22-3113975 Page 2

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non cash assistance
1 Scholarships (see attached)	134	293,500.			
2					
3					
4					
5					
6					
7					

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

BAA

Schedule I (Form 990) (2012)

SCHEDULE J
(Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

OMB No. 1545-0047

2012

Open to Public Inspection

► Complete if the organization answered 'Yes' to Form 990, Part IV, line 23.
► Attach to Form 990. ► See separate instructions.

Name of the organization

The Michaels Organization

Employer identification number

22-3113975

Part I Questions Regarding Compensation

1 a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

<input type="checkbox"/> First-class or charter travel	<input type="checkbox"/> Housing allowance or residence for personal use
<input type="checkbox"/> Travel for companions	<input type="checkbox"/> Payments for business use of personal residence
<input type="checkbox"/> Tax indemnification and gross-up payments	<input type="checkbox"/> Health or social club dues or initiation fees
<input type="checkbox"/> Discretionary spending account	<input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If 'No,' complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III

<input type="checkbox"/> Compensation committee	<input type="checkbox"/> Written employment contract
<input type="checkbox"/> Independent compensation consultant	<input type="checkbox"/> Compensation survey or study
<input type="checkbox"/> Form 990 of other organizations	<input type="checkbox"/> Approval by the board or compensation committee

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization

a Receive a severance payment or change-of-control payment?
b Participate in, or receive payment from, a supplemental nonqualified retirement plan?
c Participate in, or receive payment from, an equity-based compensation arrangement?

If 'Yes' to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III

Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

a The organization?

b Any related organization?

If 'Yes' to line 5a or 5b, describe in Part III

6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

a The organization?

b Any related organization?

If 'Yes' to line 6a or 6b, describe in Part III.

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If 'Yes,' describe in Part III

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If 'Yes,' describe in Part III

9 If 'Yes' to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2012

Schedule J (Form 990) 2012 The Michaels Organization
Part II: Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

22-3113975 Page 2

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions on row (ii). Do not list any individuals that are not listed on Form 990, Part VII

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable columns (D) and (E) amounts for that individual.

(A) Name and Title	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred as provided in prior Form 990
	(i) Base compensation	(ii) Bonus and incentive compensation	(iii) Other reportable compensation				
JAMES V. BLEILER 1 Secretary	(i) <u>326,062.</u>	(ii) <u>0.</u>	(iii) <u>0.</u>	(C) <u>0.</u>	(D) <u>0.</u>	(E) <u>326,062.</u>	(F) <u>0.</u>
2	(i) <u></u>	(ii) <u></u>	(iii) <u></u>	(C) <u></u>	(D) <u></u>	(E) <u></u>	(F) <u>0.</u>
3	(i) <u></u>	(ii) <u></u>	(iii) <u></u>	(C) <u></u>	(D) <u></u>	(E) <u></u>	(F) <u>0.</u>
4	(i) <u></u>	(ii) <u></u>	(iii) <u></u>	(C) <u></u>	(D) <u></u>	(E) <u></u>	(F) <u>0.</u>
5	(i) <u></u>	(ii) <u></u>	(iii) <u></u>	(C) <u></u>	(D) <u></u>	(E) <u></u>	(F) <u>0.</u>
6	(i) <u></u>	(ii) <u></u>	(iii) <u></u>	(C) <u></u>	(D) <u></u>	(E) <u></u>	(F) <u>0.</u>
7	(i) <u></u>	(ii) <u></u>	(iii) <u></u>	(C) <u></u>	(D) <u></u>	(E) <u></u>	(F) <u>0.</u>
8	(i) <u></u>	(ii) <u></u>	(iii) <u></u>	(C) <u></u>	(D) <u></u>	(E) <u></u>	(F) <u>0.</u>
9	(i) <u></u>	(ii) <u></u>	(iii) <u></u>	(C) <u></u>	(D) <u></u>	(E) <u></u>	(F) <u>0.</u>
10	(i) <u></u>	(ii) <u></u>	(iii) <u></u>	(C) <u></u>	(D) <u></u>	(E) <u></u>	(F) <u>0.</u>
11	(i) <u></u>	(ii) <u></u>	(iii) <u></u>	(C) <u></u>	(D) <u></u>	(E) <u></u>	(F) <u>0.</u>
12	(i) <u></u>	(ii) <u></u>	(iii) <u></u>	(C) <u></u>	(D) <u></u>	(E) <u></u>	(F) <u>0.</u>
13	(i) <u></u>	(ii) <u></u>	(iii) <u></u>	(C) <u></u>	(D) <u></u>	(E) <u></u>	(F) <u>0.</u>
14	(i) <u></u>	(ii) <u></u>	(iii) <u></u>	(C) <u></u>	(D) <u></u>	(E) <u></u>	(F) <u>0.</u>
15	(i) <u></u>	(ii) <u></u>	(iii) <u></u>	(C) <u></u>	(D) <u></u>	(E) <u></u>	(F) <u>0.</u>
16	(i) <u></u>	(ii) <u></u>	(iii) <u></u>	(C) <u></u>	(D) <u></u>	(E) <u></u>	(F) <u>0.</u>

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, for Part II. Also complete this part for any additional information.

SCHEDULE O
(Form 990 or 990-EZ)

Supplemental Information to Form 990 or 990-EZ

OMB No 1545-0047

2012

Department of the Treasury
Internal Revenue Service

Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information.

► Attach to Form 990 or 990-EZ.

**Open to Public
Inspection**

Name of the organization The Michaels Organization
Educational Foundation

Employer identification number
22-3113975

Form 990, Part VI, Line 2 - Business or Family Relationship of Officers, Directors, Etc.

Michael J. Levitt and Patricia Levitt are married

Form 990, Part VI, Line 11b - Form 990 Review Process

A copy of the form 990 was provided to the trustee's for review prior to filing.

Form 990, Part VI, Line 19 - Other Organization Documents Publicly Available

The organizations plan documents, policies and financial statements are all available upon request.

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Name of the organization

The Michaels Organization Educational Foundation

OMB No 1545-0047
2012

Open to Public
Inspection

► Complete if the organization answered 'Yes' to Form 990, Part IV, line 33, 34, 35, 36, or 37.
► Attach to Form 990. ▶ See separate instructions.

Name of the organization
The Michaels Organization Educational Foundation
Employer identification number
22-3113975

Part I Identification of Disregarded Entities (Complete if the organization answered 'Yes' to Form 990, Part IV, line 33.)

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity
(1) _____	_____	_____	_____	_____	_____
(2) _____	_____	_____	_____	_____	_____
(3) _____	_____	_____	_____	_____	_____
(4) _____	_____	_____	_____	_____	_____

Part II Identification of Related Tax-Exempt Organizations (Complete if the organization answered 'Yes' to Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Sec 512(b)(13) controlled entity
(1) <u>Interstate Realty Mgmt. Co. Volunt P.O. Box 994</u> -- <u>Marlton, NJ 08053</u> -- <u>22-5073087</u>	To Provide Health, Dental, Vision & Life Insurance	NJ	501(c) (9)	N/A	X	Yes No
(2) _____	_____	_____	_____	_____	_____	_____
(3) _____	_____	_____	_____	_____	_____	_____
(4) _____	_____	_____	_____	_____	_____	_____

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

TEEA5001L 12/28/12

Schedule R (Form 990) 2012

Part III **Identification of Related Organizations Taxable as a Partnership** (Complete if the organization answered 'Yes' to Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?	(i) Code V-JUBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?	(k) Percentage ownership
Yes	No									
(1) _____										
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
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Part VI**Transactions With Related Organizations** (Complete if the organization answered 'Yes' to Form 990, Part IV, line 34, 35b, or 36.)**Note.** Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

- a Receipt of **(i)** interest **(ii)** annuities **(iii)** royalties or **(iv)** rent from a controlled entity
- b Gift, grant, or capital contribution to related organization(s)
- c Gift, grant, or capital contribution from related organization(s)
- d Loans or loan guarantees to or for related organization(s)
- e Loans or loan guarantees by related organization(s)
- f Dividends from related organization(s)
- g Sale of assets to related organization(s)
- h Purchase of assets from related organization(s)
- i Exchange of assets with related organization(s)
- j Lease of facilities, equipment, or other assets to related organization(s)
- k Lease of facilities, equipment, or other assets from related organization(s)
- l Performance of services or membership or fundraising solicitations for related organization(s)
- m Performance of services or membership or fundraising solicitations by related organization(s)
- n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)
- o Sharing of paid employees with related organization(s)
- p Reimbursement paid to related organization(s) for expenses
- q Reimbursement paid by related organization(s) for expenses
- r Other transfer of cash or property to related organization(s)
- s Other transfer of cash or property from related organization(s)

2 If the answer to any of the above is 'Yes,' see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

	(a) Name of other organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				

Part VI Unrelated Organizations Taxable as a Partnership (Complete if the organization answered 'Yes' to Form 990, Part IV, line 37.)

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unre- lated, excluded from tax under section 512-514)	(e) Are all partners section 501(c)(3) organizations?	(f) Share of total income	(g) Share of end-of-year assets	(h) Dispropor- tionate allocations?	(i) Code V UBI amount in box 20 of Schedule K-1 Form (1065)	(k) General or managing partner?	
									Yes	No
(1) _____	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
(2) _____	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
(3) _____	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
(4) _____	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
(5) _____	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
(6) _____	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
(7) _____	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
(8) _____	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____

Part VII Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule R (see instructions).

2012

Schedule D, Part XIII - Supplemental Information

Page 4

The Michaels Organization
Educational Foundation

22-3113975

Schedule D, Part XI, Line 2d
Other Revenue Included In F/S But Not Included On Form 990

SPECIAL EVENTS

Total \$ 52,372.
\$ 52,372.

Schedule D, Part XII, Line 2d
Other Expenses And Losses Per Audited F/S

SPECIAL EVENTS EXP

Total \$ 52,372.
\$ 52,372.

2012

Schedule O - Supplemental Information

Page 2

**The Michaels Organization
Educational Foundation**

22-3113975

**Form 990, Part IX, Line 11g
Other Fees For Services**

	(A) Total	(B) Program Services	(C) Management & General	(D) Fund- raising
CONSULTING	43,407.		43,407.	
Total	<u>\$ 43,407.</u>	<u>\$ 0.</u>	<u>\$ 43,407.</u>	<u>\$ 0.</u>

**THE MICHAELS ORGANIZATION
EDUCATIONAL FOUNDATION**

**INDEPENDENT AUDITOR'S REPORT AND
FINANCIAL STATEMENTS**

YEAR ENDED DECEMBER 31, 2012

**THE MICHAELS ORGANIZATION
EDUCATIONAL FOUNDATION**

DECEMBER 31, 2012

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Statement of Activities.....	4
Statement of Cash Flows	5
Notes to Financial Statements.....	6 - 9



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www.bdo.com

11 Eves Drive, Suite 200
Marlton, NJ 8053

Independent Auditor's Report

The Board of Directors
The Michaels Organization Educational Foundation
Marlton, New Jersey

We have audited the accompanying financial statements of The Michaels Organization Educational Foundation, which comprise the statement of financial position as of December 31, 2012, and the related statements of activities and cash flows for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

BDO USA, LLP, a Delaware limited liability partnership, is the U.S. member of BDO International Limited, a UK company limited by guarantee, and forms part of the International BDO network of independent member firms.

BDO is the brand name for the BDO network and for each of the BDO Member Firms.



The Board of Directors
The Michaels Organization Educational Foundation

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of The Michaels Organization Educational Foundation as of December 31, 2012, and the changes in its net assets and its cash flows for the year then ended, in accordance with accounting principles generally accepted in the United States of America.

BDO USA, LLP

July 9, 2013

**THE MICHAELS ORGANIZATION
EDUCATIONAL FOUNDATION
STATEMENT OF FINANCIAL POSITION
DECEMBER 31, 2012**

ASSETS

CURRENT ASSETS

Cash and cash equivalents, unrestricted	\$ 231,378
Cash and cash equivalents, temporarily restricted	<u>32,025</u>
Total cash and cash equivalents	263,403
Contribution receivable	131,628
Prepaid expense	<u>4,655</u>
Total Assets	\$ <u>399,686</u>

LIABILITIES AND NET ASSETS

CURRENT LIABILITIES

Scholarships payable	\$ 11,000
Total current liabilities	<u>11,000</u>

NET ASSETS

Unrestricted	356,661
Temporarily restricted	<u>32,025</u>
Total net assets	<u>388,686</u>
Total Liabilities and Net Assets	\$ <u>399,686</u>

The accompanying notes are an integral part of these
financial statements.

**THE MICHAELS ORGANIZATION
EDUCATIONAL FOUNDATION
STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2012**

Unrestricted Net Assets

Revenue	
Contributions	\$ 510,337
Golf tournament	132,781
Interest income	<u>235</u>
Total revenue	643,353
Expenses	
Scholarships	279,732
Golf tournament	52,372
Fees and licenses	475
Consulting	43,407
Audit	17,207
Administrative and bookkeeping	35,754
Other	<u>7,025</u>
Total expenses	<u>435,972</u>
Changes in unrestricted net assets	207,381
Temporarily Restricted Net Assets	
Contribution	38,000
Interest income	25
Net assets released from purpose restriction	<u>(6,000)</u>
Changes in temporarily restricted net assets	<u>32,025</u>
Total changes in net assets	239,406
Net assets, beginning of year	<u>149,280</u>
Net assets, end of year	<u>\$ 388,686</u>

The accompanying notes are an integral part of these
financial statements.

**THE MICHAELS ORGANIZATION
EDUCATIONAL FOUNDATION
STATEMENT OF CASH FLOWS
YEAR ENDED DECEMBER 31, 2012**

OPERATING ACTIVITIES:

Changes in net assets	\$ 239,406
Adjustments to reconcile changes in net assets to net cash provided by operating activities:	
Changes in:	
Contribution receivable	(59,186)
Prepaid expense	(3,655)
Scholarships payable	<u>11,000</u>
Net cash provided by operating activities	<u>187,565</u>
INCREASE IN CASH AND CASH EQUIVALENTS	187,565
Cash and cash equivalents, beginning of year	<u>75,838</u>
Cash and cash equivalents, end of year	<u>\$ 263,403</u>

The accompanying notes are an integral part of these
financial statements.

**THE MICHAELS ORGANIZATION
EDUCATIONAL FOUNDATION
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012**

**NOTE A - DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES**

Organization

The Michaels Organization Educational Foundation (the Foundation) was formed on March 27, 1991, under the nonprofit corporation law of Pennsylvania.

The Foundation's purpose is to solicit contributions and award scholarships to residents and their children whose primary residence is with a parent or guardian residing on a site which is professionally managed by Interstate Realty Management Company and Michaels Management Services, Inc. The criterion used to select scholarship recipients includes academic performance, character, and proficiency and/or potential in a chosen field of study. The Foundation sponsors an annual golf tournament, the Annual Golf Classic, to raise funds.

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Cash and cash equivalents

For purposes of the statement of cash flows, the Foundation considers all highly liquid debt instruments purchased with an initial maturity of three months or less to be cash equivalents.

The Foundation maintains its cash in bank deposit accounts which, at times, may exceed federally insured limits. The Foundation has not experienced any losses in such accounts. The Foundation believes it is not exposed to any significant credit risk on cash and cash equivalents.

Cash and cash equivalents, temporarily restricted, represents funds to be held in a separate account in accordance with donor requirements.

**THE MICHAELS ORGANIZATION
EDUCATIONAL FOUNDATION
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012**

**NOTE A - DESCRIPTION OF BUSINESS AND SUMMARY OF SIGNIFICANT
ACCOUNTING POLICIES (Continued)**

Income taxes

The Foundation is exempt from Federal income taxes under Section 501(c)(3) of the Internal Revenue Code and is treated as a publicly supported organization.

For the year ended December 31, 2012, the Foundation did not identify any uncertain tax positions taken or expected to be taken in an information return which would require adjustment to or disclosure in its financial statements. In addition, the Foundation believes it has not engaged in any activities for which its tax-exempt status would not be sustained under Internal Revenue Service examination. Generally, the Foundation is subject to Federal income tax examinations for years subsequent to December 31, 2008.

Contributions

Contributions received are recorded as unrestricted, temporarily restricted or permanently restricted depending on the existence and/or nature of any donor restrictions.

Contributions, which include unconditional promises to give, are recognized as revenue in the period the contribution is received. Contributions that are not restricted by the donor are reported as increases in unrestricted net assets. Contributions that are restricted by the donor are reported as increases in unrestricted net assets if the restrictions expire within the fiscal year in which the contributions are recognized. All other donor-restricted contributions are reported as temporarily restricted or permanently restricted net assets depending upon the nature of the donor restrictions. When a restriction expires, temporarily restricted net assets are transferred to unrestricted net assets.

At December 31, 2012, the Foundation did not have permanently restricted net assets.

Concentrations

Approximately 61% of the contributions made to the Foundation were from Michael J. and Patricia Levitt.

Subsequent events

The Foundation has evaluated subsequent events through July 9, 2013, which is the date its financial statements were available to be issued.

**THE MICHAELS ORGANIZATION
EDUCATIONAL FOUNDATION
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012**

NOTE B - CONTRIBUTION MATCHING AND RELATED PARTY TRANSACTIONS

Effective January 1, 1992, Michael J. Levitt, President of the Foundation and Patricia Levitt, Director of the Foundation, promised to personally match all individual contributions made to the Foundation. Beginning in 2003, the Levitts promised to double their matching contributions for the resident scholarship program.

Contribution revenue includes \$334,114 contributed by the Levitts. The \$131,628 contribution receivable at December 31, 2012 is also due from Mr. and Mrs. Levitt. The receivable is expected to be collected within one year.

NOTE C - CONTRIBUTED SERVICES

Contribution revenue includes \$17,207 for contributed audit services and \$35,754 for contributed administrative and bookkeeping services.

NOTE D - TEMPORARILY RESTRICTED NET ASSETS

During 2012, the Foundation received a contribution from Torti Gallas & Partners, Inc. to be used only for educational scholarships for residents of specific sites in New Orleans, Louisiana.

The changes in and composition of temporarily restricted net assets is as follows:

Balance, January 1, 2012	\$ -
Contribution	38,000
Interest	25
Scholarships	<u>(6,000)</u>
Balance, December 31, 2012	<u>\$32,025</u>

**THE MICHAELS ORGANIZATION
EDUCATIONAL FOUNDATION
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012**

NOTE E - RELATED PARTY TRANSACTIONS

Interstate Realty Management Company is controlled by Michael J. Levitt.

All administrative and bookkeeping services are provided by Interstate Realty Management Company to the Foundation. During the year ended December 31, 2012, contributed services amounted to \$35,754.

NOTE F - FUNCTIONAL EXPENSES

Functional expenses were as follows:

Scholarship program	\$285,732
Fund raising - golf tournament	52,372
Administrative	<u>103,868</u>
	<u>\$441,972</u>

**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT**

Num	Date	Name	January through December 2012 Memo	Original Amount
2519	01/05/2012	Richard Stockton College	FBO Tiffany Burdsall, id#200177295	
			walnut manor, jackie jones scholarship	<u>1,000 00</u>
2520	01/05/2012	Broward Community College	FBO Ralph Charle, id#R08024218	
			lauderhill	<u>3,000 00</u>
2521	01/05/2012	Florida Atlantic University	FBO Rondy Desravines, ss#xxx-xx-0422	
			lauderhill	<u>1,500 00</u>
2522	01/31/2012	Tarrant County College-Foundation	FBO Sheila Lott, id#0165193	
			times sq	<u>2,000 00</u>
2525	02/09/2012	Houston Community College	FBO Piccola Robinson, id#100925171	
			yale village	<u>2,000 00</u>
2539	05/17/2012	Harold Washington College	FBO Adele Bradley, ID#001071788	
			legends south	<u>1,000 00</u>
2540	05/17/2012	Meridian Community College	FBO Tina Jones, ID#002413	
			north hills manor	<u>1,400 00</u>
2558	07/10/2012	University of Maryland @ College Park	FBO Abedi Franklyn, ss#xxx-xx-1499	

**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT**

January through December 2012

andrews air force base

2,000.00

2559	07/10/2012 Columbia College	FBO Adeniji Victoria, id#212450	-3,000.00
		Wardman ct.	<u>3,000.00</u>
			3,000.00
2560	07/10/2012 Lock Haven State University	FBO Khamila Baines, id#609120	
		timberland	<u>3,000.00</u>
2561	07/10/2012 Florida Memorial University	FBO Stamina Belizaire, ss#xxx-xx-0696	
		lauderhill point	<u>2,000.00</u>
2562	07/10/2012 Mildred Elley	FBO Jeriesha Coleman, id#CO4316813	
		skyline	<u>1,000.00</u>
2563	07/10/2012 Tulsa Community College	FBO Lorena Coleman, id#T10367246	
		indian hill	<u>2,000.00</u>
2564	07/10/2012 Hillsborough Community College	FBO Madeleine Collado-Mena, id#0823213	
		belmont heights	<u>2,000.00</u>
2565	07/10/2012 Ocean County College	FBO LaShanda Davis, id#0014233	
		winteringham	<u>0.00</u>

**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT**

2566 07/10/2012 Columbus State University **January through December 2012**
FBO Courtney Davis-Johnson, id#909320361

		Ft Benning	<u>2,000 00</u>
2567	07/10/2012 Florida International University	FBO Brittany Deeter, id#3602460	
		roosevelt gardens	<u>3,000 00</u>
2568	07/10/2012 Florida Atlantic University	FBO Rondy Desravines, id#RDESRAVI, ss#xxx-xx-0422	
		lauderhill point	<u>1,500 00</u>
2569	07/10/2012 Roxborough Memo. Hosp. School of Nursing	FBO Nicole Diggs, ss#xxx-xx-3902	
		sharswood II	<u>3,000 00</u>
2570	07/10/2012 Syracuse University	FBO Jason Distant, id#319982863	
		pinecrest manor	<u>3,000 00</u>
2571	07/10/2012 Community College of Philadelphia	FBO Kenya Dixon, id#J00113044	
		west poplar	<u>1,000 00</u>
2572	07/10/2012 Florida A&M	FBO Janetta Edwards, id#001480	
		lauderhill point	<u>1,000 00</u>
2573	07/10/2012 Wayland Baptist University	FBO Angela Farr, id#000227931	
		ft huachuca	<u>3,500 00</u>

**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT**
January through December 2012

2574	07/10/2012 Xavier University of Louisiana	FBO Ashley Gloster, ID#900046716	
		yale village	<u>1,500 00</u>
2575	07/10/2012 Otterbein College	FBO Emily Harper, id#A20027098	
		Ft Leavenworth	<u>3,000 00</u>
2576	07/10/2012 University of Missouri-Columbia	FBO Whitney Haywood, id#14164647	
		savoy sq	<u>3,000 00</u>
2577	07/10/2012 Oklahoma State University	FBO Tyrone Hernandez, id#11339043	
		Country Club Gardens	<u>3,000 00</u>
2578	07/10/2012 Penn State University	FBO Patricia Iseley, id#961396450	
		Kensington	<u>1,000 00</u>
2579	07/10/2012 Bennett College for Women	FBO Shawanda Jackson, id#85551	
		mahalia	<u>0 00</u>
2580	07/10/2012 Art Institute of Philadelphia	FBO Sheltimah Jackson, id#794765	
		Courtyard	<u>3,000 00</u>
2581	07/10/2012 Kansas State University	FBO Janay Johnson, id#828264017	

**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT**

January through December 2012

ft leavenworth

3,000 00

2582	07/10/2012 Meridian Community College	FBO Tina Jones, id#002413	
		north hills	<u>0 00</u>
2583	07/10/2012 Indiana University of Pennsylvania	FBO Kayla Kokkila, ss#xxx-xx-0105	
		bentleyville	<u>3,000 00</u>
2584	07/10/2012 Ocean County Vocational School	FBO Erica Lopez, ss#xxx-xx-9852	
		winteringham	<u>0 00</u>
2585	07/10/2012 Tarrant County College SE Campus	FBO Sheila Lott, ID#0165193	
		times sq	<u>2,000 00</u>
2586	07/10/2012 Kean University	FBO Sandy Ludena, ss#xxx-xx-1741	
		winteringham	<u>3,000 00</u>
2587	07/10/2012 Rogers State University	FBO Michelle Malum, ID#182007062	
		lakeshore	<u>0 00</u>
2588	07/10/2012 Columbus State University	FBO April Rodriguez Muzquiz, id#909315735	
		Ft Benning	<u>1,000 00</u>

**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT**

2589 07/10/2012 Norfolk State University January through December 2012
FBO Ashley Myers, id#0345344

		wardman	<u>1,000 00</u>
2590	07/10/2012 Art Institute of Pittsburgh	FBO Brian O'Connor, id#1008845470	
		parkford	<u>3,000 00</u>
2591	07/10/2012 Illinois Institute of Art - Chicago	FBO Brittany Page, id#229413	
		west haven park	<u>2,500 00</u>
2592	07/10/2012 Community College of Allegheny County	FBO Deborah Parker, id#1119837	
		parkford	<u>2,000 00</u>
2593	07/10/2012 East Central Community College	FBO Ariel Patrick, id#201365	
		oakdale	<u>1,000 00</u>
2594	07/10/2012 Howard University	FBO Vanessa Peter, id#@02695005	
		canebrake	<u>3,000 00</u>
2595	07/10/2012 Rogers State University	FBO Melany Peterson, id#003168	
		indian hill	<u>3,000 00</u>
2596	07/10/2012 Northeast Mississippi Comm. College	FBO Leigh Prince, id#880097044	
		hilldale	<u>1,000 00</u>

**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT**
January through December 2012

2597	07/10/2012 Arcadia University	FBO Herninio Quinones, id#000086967	
		vineland gardens	0 00
2598	07/10/2012 University of Virgin Islands	FBO Lakisha Ranton, id#900072278	
		canebrake	1,000 00
2599	07/10/2012 University of Phoenix	FBO LaShonda Ray, id#9027947623	
		garrison woods	0 00
2600	07/10/2012 Penn State University - Harrisburg Campus	FBO Hajir Razlansari, id#960350220	
		orchard	3,000 00
2601	07/10/2012 Pierce College	FBO Josie Reed, id#233312	
		courtyard	0 00
2602	07/10/2012 Rutgers University - New Brunswick	FBO Jasmin Remigio, ss#xxx-xx-5644	
		woodward terr	2,500 00
2603	07/10/2012 Ashford University	FBO Sheryn Richardson, id#SHRICH7167	
		harborview	2,000 00
2604	07/10/2012 Ocean County College	FBO Annalicia Rojas, id#0285698	

**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT**

January through December 2012

Winteringham

3,000 00

2605	07/10/2012 American University	FBO Jewelle Saunders, ID#3574877	
		Andrews air force base	<u>3,000 00</u>
2606	07/10/2012 Germanna Community College	FBO Marsharee Smalling, id#4096888	
		garrison	<u>0 00</u>
2607	07/10/2012 University of Kansas	FBO Rebecca Stapfer, ID#2327341	
		ft leavenworth	<u>3,500 00</u>
2608	07/10/2012 Kean University	FBO Mildred St. Louis, id#0515808	
		horizons at plainfield	<u>3,500 00</u>
2609	07/10/2012 University of Virgin Islands	FBO Shawnna Stringfellow, id#900071150	
		harborview	<u>2,000 00</u>
2610	07/10/2012 Cheyney University	FBO Dontay Taylor, id#000128968	
		montgomery	<u>1,000 00</u>
2611	07/10/2012 Wichita State University	FBO James Tennant, id#X655G824	
		ft leavenworth	<u>3,000 00</u>

**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT**

2612 07/10/2012 Harcum College

January through December 2012
FBO Christina Thompson, id#000-04-5088

		montgomery	<u>2,500 00</u>
2613	07/10/2012 Center for Arts & Technology - Brandywine	FBO Gia Toaltoan, id#1061775674	
		regency park	<u>1,000 00</u>
2614	07/10/2012 Wilkes University	FBO Omar Urena, id#1100938	
		village park	<u>2,500 00</u>
2615	07/10/2012 St. Leo University	FBO Nicole Virgo, id#9869520	
		belmont heights	<u>3,000 00</u>
2616	07/10/2012 U.S. Career Institute	FBO Latasha Walker, id#38602905	
		atlantis	<u>1,500 00</u>
2617	07/10/2012 Penn State University	FBO Megan White, ID#953769840	
		ft leavenworth	<u>0 00</u>
2618	07/10/2012 Wayland Baptist University	FBO Cynthia Willis, ID#000220789	
		ft huachuca	<u>0 00</u>
2619	07/10/2012 University of New Orleans	FBO Ke'Shod Winters, id#2414539	
		the estate of new desire	<u>3,000 00</u>

**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT**
January through December 2012

2620	07/10/2012 Mississippi State University	FBO Dejanaye Wormley, id#903415625
	cannonade	<u>1,500 00</u>
2621	07/10/2012 University of Virgin Islands	FBO Nakisha Young, id#900078973
	canebrake	<u>1,000 00</u>
2622	07/10/2012 University of Virgin Islands	FBO Samore Young, ID#900078981
	canebrake	<u>1,000 00</u>
2623	07/10/2012 Pace University	FBO Paola Zavala, id#U00614159
	pinecrest	<u>3,000 00</u>
2625	08/08/2012 Cochise College	FBO Courtnee Anderson, id#C00086843
	Ft Huachuca	<u>3,000 00</u>
2626	08/08/2012 Tulsa Community College	FBO Michelle Call, id#T10085746
	indian hills	<u>3,000 00</u>
2627	08/08/2012 Pulse Beauty Academy	FBO Belinna Choub, ss#xxx-xx-4434
	park spring	<u>2,000 00</u>
2628	08/08/2012 Ocean County College	FBO Dorothy England, id#0222945

**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT**

January through December 2012

Winteringham

2,000 00

2629	08/08/2012 Metropolitan Community College	FBO Ke'Shawn Foster, ID#1344954	
		beacon park	<u>3,000 00</u>
2630	08/08/2012 Millersville University	FBO Tamyra Hamilton-Lewis, id#M00503188	
		montgomery	<u>3,000 00</u>
2631	08/08/2012 Lehigh Carbon Community College	FBO Kris Hilliard, id#L00071628	
		zephyr	<u>1,000 00</u>
2632	08/08/2012 Harold Washington College	FBO Jaqueta Hollins, id#001078719	
		westhaven park	<u>3,000 00</u>
2633	08/08/2012 Chaminade University	FBO Kathleen Labuguen, id#0462858	
		kuhio	<u>0 00</u>
2634	08/08/2012 Malcolm X College	FBO Toshiba Louis-Charles, ss#xxx-xx-3343	
		westhaven park	<u>1,000 00</u>
2635	08/08/2012 Rogers State University	FBO Michelle Malum, id#182007062	
		lakeshore, jacke jones scholarship, \$1000 in ad	<u>4,000 00</u>

**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT**

2636 08/08/2012 Meridian Community College **January through December 2012** FBO Diamond Manuel, id#diamond12

		north hills	<hr/> 0 00
2637	08/08/2012 Berkeley College	FBO Asia Martin, ss#xxx-xx-3085	
		pacific court	<hr/> 1,000 00
2638	08/08/2012 Baum School of Art	FBO Penny Mast	
		zephyr	<hr/> 500 00
2639	08/08/2012 Arcadia University	FBO Passone Nettles, ss#xxx-xx-1741	
		rolling hills	<hr/> 3,000 00
2640	08/08/2012 Arcadia University	FBO Allen Quinones, ss#xxx-xx-7087	
		vineland gardens	<hr/> 3,000 00
2641	08/08/2012 Arcadia University	FBO Herminio Quinones, id#00086967	
		vineland gardens, frank nash memorial \$3000 in	<hr/> 6,500 00
2642	08/08/2012 Old Dominion University	FBO Rachelle Sanderson, id#00923810	
		atlantis	<hr/> 1,000 00
2643	08/08/2012 Nunez Community College	FBO Joidice Slack, id#230159598	
		chateau d'orleans	<hr/> 2,000 00

**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT**
January through December 2012

2644	08/08/2012 University of Central Oklahoma	FBO Cykia Stephens, ID#20327876	
		country club gardens	<u>0 00</u>
2645	08/08/2012 University of Mary Washington	FBO Samantha Steward, SS#xxx-xx-2482	
		garrison woods	<u>1,000 00</u>
2646	08/08/2012 Cumberland County College	FBO Sequoya Taylor, id#0155382	
		NIA	<u>0 00</u>
2647	08/08/2012 University of Pittsburgh	FBO Heather Tennant, id#3758134	
		ft leavenworth	<u>3,000 00</u>
2648	08/08/2012 Alvernia University	FBO Marissa Webb, id#P000161503	
		lansford	<u>2,000 00</u>
2649	08/08/2012 Penn State University	FBO Megan White, id#953769840	
		ft leavenworth, jeanie hatfield memorial \$1000 //	<u>4,000 00</u>
2650	08/08/2012 Delgado Community College	FBO Kyra Williams, id#L01095947	
		Estate of New Desire	<u>1,000 00</u>
2651	08/08/2012 Montgomery County Community College	FBO Kimberly Andrews, id#0703273	

**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT**

January through December 2012

Spring Garden II

3,000 00

2652	08/08/2012 University of Hawaii-Manoa	FBO Bonita Babas, id#17050389	
		kuhio	<u>3,000 00</u>
2653	08/08/2012 Tulsa Community College	FBO Angila Barbee, id#10227490	
		indian hills	<u>2,500 00</u>
2654	08/08/2012 Belmont Abbey College	FBO Chandra Barck, id#P000133823	
		ft leavenworth	<u>1,000 00</u>
2655	08/08/2012 Penn Valley Community College	FBO Eunice Bingham, ID#0717465	
		beacon park	<u>3,000 00</u>
2656	08/08/2012 Delgado Community College	FBO Nikita Brown, id#10207098	
		estate of new desire	<u>0 00</u>
2657	08/08/2012 ASA College	FBO Yanick Bunch, id#110829-774	
		brownsville gardens	<u>2,000 00</u>
2658	08/08/2012 University of South Florida	FBO Javier Collado, ID#U48297224	
		Belmont	<u>3,000 00</u>

**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT**

2659 08/08/2012 Cochise College

January through December 2012
FBO Christopher Cook, id#C00076265

		ft huachuca	<u>3,000 00</u>
2660	08/08/2012 Cochise College	FBO Colin Darrah, id#00075746	
		ft huachuca	<u>2,000 00</u>
2661	08/08/2012 Nunez Community College	FBO Lakeisha Eason, id#239959966	
		Estate of new desire	<u>3,000 00</u>
2662	08/08/2012 Tidewater Community College	FBO Madeline Figueroa, id#5660234	
		atlantis	<u>2,000 00</u>
2663	08/08/2012 Trinity University	FBO Reina Guzman, ss#xxx-xx-6176	
		wardman	<u>1,000 00</u>
2664	08/08/2012 Clifford Hodges, Sr.	FBO Clifford Hodges	
		ft leavenworth, reim parent as per J O'Donnell :	<u>1,000 00</u>
2665	08/08/2012 LaSalle University	FBO Michelle Holmes, id#2379281	
		montgomery	<u>3,000 00</u>
2666	08/08/2012 Metropolitan Community College	FBO Kamilah Johnson, id#1052420	
		willow glen	<u>1,000 00</u>

**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT
January through December 2012**

2667	08/08/2012 City College of Chicago	FBO Jamia Jones, id#000871156	
		westhaven park	<u>0 00</u>
2668	08/08/2012 Eastern International College	FBO Mona Jones, id#0276946	
		barbaras place	<u>2,000 00</u>
2669	08/08/2012 Meridian Community College	FBO Tina Jones, id#002413	
		north hills manor	<u>1,500 00</u>
2670	08/08/2012 Johnson & Wales University	FBO Randallia Knight, id#J01960596	
		harborview	<u>1,000 00</u>
2671	08/08/2012 Graceland University	FBO Cynthia Lopez, id#001866	
		cardinal ridge	<u>3,000 00</u>
2672	08/08/2012 Hudson Valley Community College	FBO Jahmaria Lumpkin, id#H00617354	
		skyline	<u>1,500 00</u>
2673	08/08/2012 Meridian Community College	FBO Diamond Manuel, ss#xxx-xx-1877	
		north hills manor	<u>1,000 00</u>
2674	08/08/2012 Univ. of Oklahoma Health Sciences Center	FBO Mindy McCoy, id#1671209	

**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT**

January through December 2012

3,000 00

2675	08/08/2012 Prairie View A&M University	FBO Kimberly Miller, id#P20252367	
		yale village	<u>3,000 00</u>
2676	08/08/2012 New Jersey City University	FBO Doris Nicholson, id#0139653	
		pacific ct	<u>1,500 00</u>
2677	08/08/2012 Nunez Community College	FBO Rochelle Oliver, id#239263362	
		estate of new desires	<u>3,000 00</u>
2678	08/08/2012 Honolulu Community College	FBO Faith Otineru, id#1762-0971	
		kuhio	<u>1,000 00</u>
2679	08/08/2012 King's College	FBO Dafne Paramo, id#0673274	
		village park	<u>1,000 00</u>
2680	08/08/2012 Southwestern Illinois College	FBO Alexis Pascoe, id#26038468	
		town and country	<u>1,000 00</u>
2681	08/08/2012 Vincennes University	FBO Lornell Reid, id#A00424093	
		mahalia	<u>1,000 00</u>

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**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT**

2682 08/08/2012 Arizona State University **January through December 2012**
FBO Justin Reigel, id#1205423852

		ft huachuca	<u>3,000 00</u>
2683	08/08/2012 Northern Virginia Comm. College	FBO Jessica Rodriguez, ss#xxx-xx-5450	
		garrison woods	<u>3,000 00</u>
2684	08/08/2012 Honolulu Community College	FBO March Rubon, id#21108776	
		kuhio	<u>0 00</u>
2685	08/08/2012 Cochise College	FBO Katheine Schwass, id#C00082629	
		ft huachuca	<u>3,000 00</u>
2686	08/08/2012 Arizona Western College	FBO Roxanne Spatig, id#0163493	
		yuma	<u>1,500 00</u>
2687	08/08/2012 Arizona State University	FBO Jenna Trandem, id#1204589875	
		ft huachuca	<u>2,000 00</u>
2688	08/08/2012 Smith College	FBO Chelsea Williams, id#990801269	
		janies garden	<u>3,000 00</u>
2689	08/08/2012 Kennedy King College	FBO Gabrielle Young	
		park douglas	<u>0 00</u>

**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT
January through December 2012**

2690	08/08/2012 Kennedy King College	FBO Gabrielle Young, id#000949534	
		park douglas	<u>3,000 00</u>
2691	08/14/2012 Pierce College	FBO Josie Reed, id#233312	
		courtyard	<u>2,000 00</u>
2696	08/22/2012 Kennedy King College	FBO Jamia Jones, id#000871156	
		westhaven park	<u>1,000 00</u>
2702	09/10/2012 Florida Atlantic University	FBO Ralph Charle, id#Z23059822	
		lauderhill point	<u>3,000 00</u>
2703	09/10/2012 Pennsylvania Institute of Technology	FBO Tyriece Glenn, ss#xxx-xx-9841	
		montgomery	<u>1,000 00</u>
2704	09/10/2012 Pennsylvania College of Technology	FBO Shonte Green, id#777450068	
		montgomery	<u>1,000 00</u>
2705	09/10/2012 Art Institute of Philadelphia	FBO Sheltimah Jackson, id#794765	
		courtyard at riverview	<u>3,000 00</u>
2706	09/10/2012 Center for Arts & Technology - Brandywine	FBO Josephine Kenion, ss#xxx-xx-2970	

**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT**

January through December 2012

Legacy Park

3,000 00

2707	09/10/2012 Hawaii Pacific University	FBO Kathleen Labuguen, ss#xxx-xx-9351	
		kuhio	<u>3,000 00</u>
2708	09/10/2012 University of Baltimore	FBO Ebony Simmons, id#1112063	
		pedestal gardens	<u>2,500 00</u>
2709	09/10/2012 University of Mary Washington	FBO Marsharee Smalling, id#000269257	
		garrison woods	<u>1,000 00</u>
2710	09/10/2012 Chicago State University	FBO Marketa Allen, id#900010933	
		WHP	<u>2,000 00</u>
2711	09/10/2012 Howard Community College	FBO Randallia Knight, id#0431026	
		harborview	<u>1,000 00</u>
2712	09/10/2012 Ocean County College	FBO Erica Lopez, id#0128224	
		winteringham village	<u>1,500 00</u>
2713	09/10/2012 Millersville University	FBO Tamyra Hamilton-Laws, id#M00503188	
		montgomery, 2009 sonny hill/IRM award	<u>0 00</u>

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**The Michaels Organization Educational Foundation
SCHOLARSHIP CHECK DETAIL REPORT**

2720 09/19/2012 Lone Star College

January through December 2012
FBO Piccola Robinson, id#0488118

	yale	0 00
2721 09/19/2012 Northern Virginia Comm. College	FBO Samantha Steward, id#6391261	
	garrison wods	1,000 00
2722 09/19/2012 Mississippi State University	FBO Rebecca Terry, id#935919536	
	cannonade apts	2,500 00
2723 10/16/2012 Community College of Philadelphia	FBO Hassante East, id#J00152627	
	dauphin arms	1,000 00
	Scholarship Refunds	-19,168 00
	2012 Scholarships paid in 2013	11,000 00
	Torti Gallas Scholarship Transfer	-6,500 00
		279,732.00

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions. THE MICHAELS ORGANIZATION EDUCATIONAL FOUNDATION	Employer identification number (EIN) or 22-3113975
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. P. O. BOX 994	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions MARLTON, NJ 08053	

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

0 1

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ► **INTERSTATE REALTY MANANGEMENT COMPANY**
Telephone No. ► **856-596-0500** FAX No. ► **856-355-1543**
- 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.

- I request an additional 3-month extension of time until **NOVEMEBER 15**, 20 **12**.
- For calendar year , or other tax year beginning , 20 , and ending , 20 .
- If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period
- State in detail why you need the extension **ADDITIONAL TIME IS REQUIRED TO PREPARE A COMPLETE AND ACCURATE RETURN. AS WELL AS THE RETURN NEEDS TO BE REVIEWED BY THE TRUSTEES PRIOR TO FILING THE RETURN**

8a	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.	8a	\$
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 and any amount paid previously with Form 8868.	8b	\$
c	Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ►

Title ► **CONTROLLER**Date ► **8/12/13**

Form 8868 (Rev. 1-2013)

7004-7510-0002-3595-2441

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ►
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. You must file original and one copy.

Type or print	Name of Exempt Organization INTERSTATE REALTY MANAGEMENT COMPANY EDUCATIONAL F	Employer identification number 22 3113975
File by the extended due date for filing the return. See instructions	Number, street, and room or suite no. If a P O box, see instructions. P O. BOX 994	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions MARLTON, NJ 08053	

Check type of return to be filed (File a separate application for each return)

<input checked="" type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 4720	<input type="checkbox"/> Form 8870
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ► **INTERSTATE REALTY MANAGEMENT COMPANY**
Telephone No. ► **(856) 596-0500** FAX No. ► **(856) 355-1543**
- 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.

4 I request an additional 3-month extension of time until **NOVEMBER 15**, 20 **11**

5 For calendar year _____, or other tax year beginning _____, 20 _____, and ending _____, 20 _____

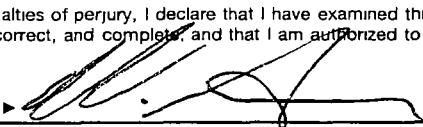
6 If this tax year is for less than 12 months, check reason: Initial return Final return Change in accounting period

7 State in detail why you need the extension **ADDITIONAL TIME IS REQUIRED TO PREPARE A COMPLETE AND ACCURATE RETURN. AS WELL AS THE RETURN NEEDS TO BE REVIEWED BY THE TRUSTEES PRIOR TO FILING THE RETURN.**

8a 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	8a \$
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 and any amount paid previously with Form 8868	8b \$
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c \$

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ► Title ► **CONTROLLER**Date ► **7/25/2011**

Form 8868 (Rev. 4-2008)